EUCON HOLDING LIMITED

Gaining Momentum FOR GROWTH

ANNUAL REPORT **2013**

"TOWARDS NEW TECHNOLOGICAL FRONTIERS"

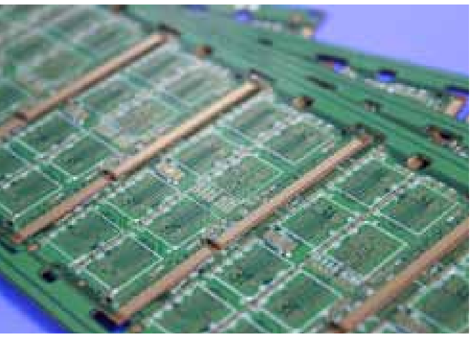
Contents

Vision

To be recognised as the market leader in offering outsourced high quality turnkey printed circuit board ("PCB") related services to the PCB manufacturing industry

Mission

To provide technologically advanced high-quality one-stop PCB solutions to fulfill our customers' evolving needs and create value for our stakeholders



Corporate Information

BOARD OF DIRECTORS

Executive Directors

Wen Yao-Long **(Chairman & CEO)**

Wen Yao-Chou

Independent Directors

Ong Sim Ho **(Lead Independent Director)**

Seow Han Chiang, Winston

Er Kwong Wah

AUDIT COMMITTEE

Ong Sim Ho **(Chairman)**

Seow Han Chiang, Winston

Er Kwong Wah

NOMINATING COMMITTEE

Er Kwong Wah **(Chairman)**

Seow Han Chiang, Winston

Ong Sim Ho

REMUNERATION COMMITTEE

Seow Han Chiang, Winston **(Chairman)**

Ong Sim Ho

Er Kwong Wah

COMPANY SECRETARY

Tan Cheng Siew

REGISTERED OFFICE/ PRINCIPAL PLACE OF BUSINESS

80 Marine Parade Road

#11-02 Parkway Parade

Singapore 449269

Tel: (65) 6345 6078

Fax: (65) 6345 6079

Website: www.euconholding.com

SHARE REGISTRAR

Boardroom Corporate & Advisory Services

Pte Ltd

50 Raffles Place, #32-01

Singapore Land Tower, Singapore 048623

AUDITORS

Deloitte & Touche LLP

Chartered Accountants

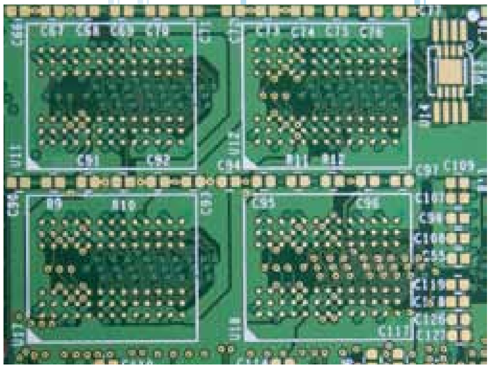
6 Shenton Way, OUE Downtown 2

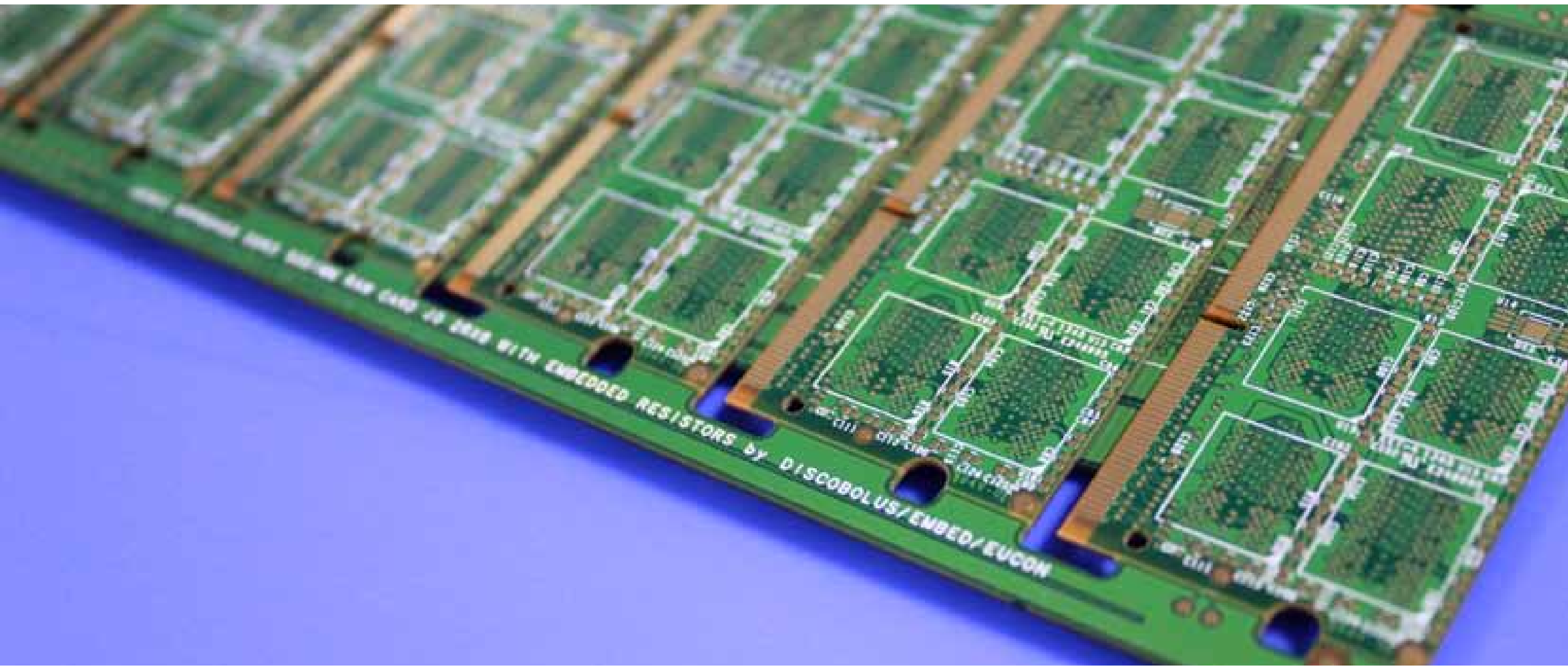
#32-00, Singapore 068809

Partner-in-charge: Ang Poh Choo

Date of Appointment: 20 August 2013

One of the largest independent PCB drilling service providers in China





SGX Mainboard-listed Eucon Holding Limited ("Eucon" or "the Group") is an integrated PCB service provider, with expertise in manufacturing via embedded PCB technologies. Its suite of PCB solutions being mechanical drilling, routing and PCB manufacturing are provided through its six plants, 1 located in Taiwan and 5 in Shanghai, China.

In Taiwan, LGANG Optronics Technology Co., Ltd ("LGANG") will be focusing on PCB manufacturing via embedded PCB technologies.

In China, the Group has dedicated 2 of the plants in Shanghai to handle the entire process of PCB manufacturing. Shanghai Zhuo Kai Electronic Technology Co., Ltd ("Zhuo Kai") handles outer-layer PCB manufacturing, while Shanghai Eu Ya Electronic Technology Co., Ltd ("Eu Ya") focuses on mass lamination production. The rest of the Shanghai plants are equipped with mechanical drilling and routing machines to handle both in-house demand from PCB operations and external customers. They are Shanghai Zeng Kang Electronic Technology Co., Ltd, Shanghai Yaolong Electronic Technology Co., Ltd and Shanghai Lian Han Xin Electronic Technology Co., Ltd. To-date, Zhuo Kai does employ embedded PCB technologics in PCB manufacturing.

In Singapore, a wholly owned subsidiary, Emerging Technology Pte. Ltd. which is a trading company was incorporated in August 2012.

Chairman's Message

"We will constantly seek new opportunities as we believe that staying ahead at the forefront of technology is the way forward to achieve greater profit margin and deliver greater shareholder returns."

Wen Yao-Long
Executive Chairman and CEO

Dear Shareholders,

The year in review continued to be marked by the prevailing challenges in our operating environment and the slow recovery of the global economy. Furthermore, amid the rise in popularity of low-cost consumer electronics, we have to contend with heightened competition and price undercutting from our Chinese competitors.

Despite these challenges, we managed to register a marginal 9% drop in revenue from $78.5 million in Financial Year ended 31 December 2012 ("FY2012") to $65.8 million in FY2013. This is brought about by our emphasis on strengthening our capabilities, increasing our operational efficiencies and containing costs. During the year, we saw higher gross profit of $3.9 million and a lower net loss of $8.6 million incurred for FY2013 as compared to a net loss of $25.0 million for FY2012.

Gaining Momentum for Transformation and Growth

During the year, our research and development of the memory modules with embedded resistors technology ("embedded PCB technology") has yielded positive results. Embedding resistors into PCB board allows for smoother and faster data flow, significantly boosting the speed of memory module. One of the areas which embedded PCB technology is applicable is on Double Data Rate Synchronous Dynamic Random Access Memory ("DDR SDRAM"). Positive feedbacks were received from the samples sent to various associations and potential customers. Sales arising from embedded PCB are expected in 2nd half of 2014.

Global industrial and commercial computer suppliers have approached us and we are currently in talks with them to establish agreements for the sale and manufacture of our embedded PCBs. We aim to carve a market niche through optimising the manufacturing process while offering customised solutions to cater to our clients' needs. Through close collaboration with our partners and efforts of our dedicated team, we believe that we will be able to realise revenue from this segment by second half of FY2014.

As we gear ourselves for our budding embedded PCB manufacturing business, we resolved in December 2013 to cease our laser drilling operation and disposed of the laser drilling machinery. With this move, LGANG Optronics Technology Co,. Ltd ("LGANG"), our Taiwan subsidiary, will be able to focus on the research and manufacture of the embedded PCBs.

In FY2013, our cost-saving initiatives have also borne fruit. Productivity and operational efficiency improved arising from a series of internal restructuring and better resource and asset utilisation. Our stringent cost management regime has also resulted in a better cost structure that boosted profitability. These conscious efforts have helped to mitigate the strong headwinds from our external business environment.

Strategy and Outlook

Going forward, although the global economy is showing initial signs of stability, the general business environment remains uncertain and any significant risks could impair this recovery. As such, we will continue to adopt a measured business approach in light of the cautious economic outlook. With our new embedded PCB technology in place, we stand ready to ramp up capacity to secure customers in new markets.

While actively containing costs, we also made conscientious efforts to manage our risks. We maintained good relationships with our existing clientele to reduce default risk and ensure healthy cash balance with low borrowing. Coupled with the sale of our laser drilling machinery, we believe that our stronger cash reserves could potentially be used for future working capital needs. We will continue to tap on our existing facilities to ensure a smooth transformation of our laser drilling operation to embedded PCB operation, with essential processes carried out in-house, while outsourcing the other processes to reduce the risk of large capital investment.

In addition, we will constantly seek new opportunities as we believe that staying ahead at the forefront of technology is the way forward to achieve greater profit margin and deliver greater shareholder returns. However, we will remain cautious and conservative in our outlook, bearing in mind the renewed uncertainties in the global financial markets and signs of instability in many parts of the world.

A Note of Appreciation

At this juncture, I would like to take this opportunity to thank all our valued shareholders for your faith and trust in the Board and management. I would also like to express our appreciation for our customers, business associates and dedicated staff for their unwavering support. I believe that with the acumen and guidance of our Board Directors and the dedication and commitment of our key management team and staff, we will be well-placed to leverage on new opportunities and tackle any challenges that may come our way.

Wen Yao-Long
Executive Chairman and CEO

Operations Review

Overview

In December 2013, the management resolved to discontinue our laser drilling operation and disposed our laser drilling machinery. Going forward, our Taiwan subsidiary, LGANG Optronics Technology Co,. Ltd ("LGANG") will focus on manufacturing memory modules with embedded resistors technology ("embedded PCB manufacturing"), which we believe will be our next growth engine.

PCB Operations

For the year under review, PCB operations continued to be the major contributor accounting for 85% of our Group revenue. This was an increase from the 83% achieved in FY2012. However, due to increased competition triggered by weaker business sentiments, revenue from PCB operations declined by 10% from $65.2 million in FY2012 to $59.0 million in FY2013.

Mechanical Drilling and Routing Services

With the mechanical drilling and routing segment mainly made up of sub-contracted sales which are volatile to any fluctuations in market demands, revenue from this segment dipped slightly by 1% from $6.8 million in FY2012 to $6.7 million in FY2013.

Laser Drilling

Our laser drilling continued to face intensified competition and declining orders within this industry mainly due to the nature of these orders being sub-contracts. We have been suffering losses for this segment since FY2012 and loss from laser drilling operation as of 30 September 2013 amounted to $0.3 million.

Consequently, in early 2014, we announced the cessation of our laser drilling business and LGANG entered into Sale and Purchase Agreements with Orix Taiwan Corporation and Shin Wu Machinery Trading Co., Ltd to dispose a total of 17 laser drilling machines for approximately $2.8 million. The Group would sell the remaining laser drilling machines as and when the opportunity arises.

Geographical Markets

Geographically, China operations remained as the key contributor to Group revenue for FY2013. Due to the cessation of laser drilling segment, proportion of our revenue from China operations increased significantly by 6% from 93% in 3Q13 to 99% in 4Q13.

Paving way for Embedded PCB Manufacturing

During the year, our continuous efforts to strengthen our capabilities and streamline our operations paid off as we witnessed a higher gross profit of $3.9 million and a lower net loss of $8.6 million incurred for FY2013 as compared to a net loss of $25.0 million for FY2012. Net loss incurred from the continuing operations and discontinued operation amounted to $6.8 million and $1.8 million respectively.

With the cessation of laser drilling segment, LGANG was able to free up its unutilised capacity and resources for embedded PCB manufacturing. This enabled us to make a dynamic shift of focus to the manufacturing of embedded PCB, where Double Data Rate Synchronous Dynamic Random Access Memory ("DDR SDRAM") is one of the areas which the Group is exploring.

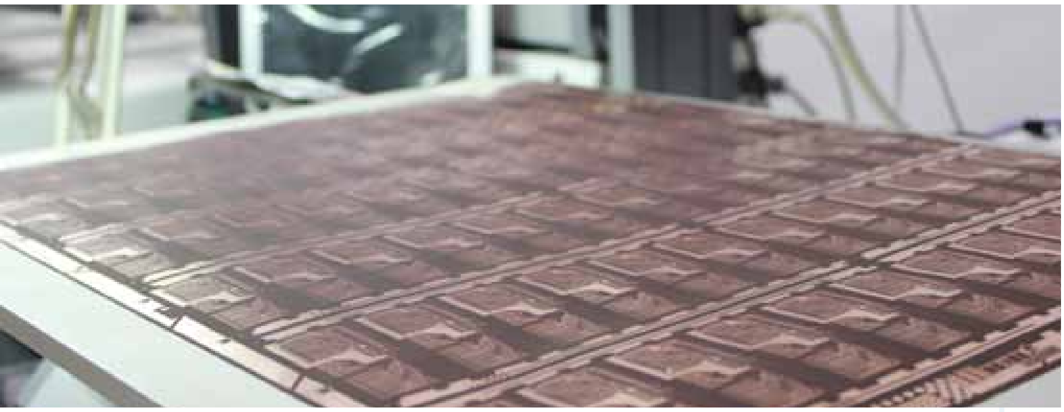
During the year, we were pleased to be awarded certification and patents from international bodies which gave assurance and recognition to our product quality. We are currently in close talks with global industrial and commercial computer suppliers to establish partnerships for the sale and manufacture of our embedded PCB. We believe in the market potential of this business segment as we seek to carve a market niche through providing customised solutions for our clients. We foresee that actual revenue can be realised from this segment by the 2nd half of FY2014.

Conscious Efforts in Cost and Risk Management

In FY2013, we also made significant progress in our cost management measures. Through improvements in our internal operational efficiency such as effective management of existing infrastructure and manpower, we managed to see better profitability and a more cost-effective operational framework. Our relentless efforts have enabled us to mitigate the challenges brought about by our external business environment.

Besides managing costs, we also placed great emphasis on our risk management strategies. We continued to work closely with our existing clientele through providing quality products and services to reduce default risk and ensure healthy cash balance with low financing. Coupled with the sale of our laser drilling machinery, the stronger cash reserves generated could potentially be used for our future working capital needs.

We believe that we are well-positioned to seize the opportunities ahead of us. Going forward, equipped with the right skills and strategies, we believe that we can deliver greater value and generate long-term returns for our stakeholders.



Board of Directors

Wen Yao-Long

Founder, Executive Chairman and Chief Executive Officer

Mr Wen has been instrumental in charting out business directions and spearheading the Company's growth. He is responsible for the overall management of the Group. He started the Company in 1988 when he seized the opportunity to provide outsourced mechanical drilling services to PCB manufacturers in Taiwan. Since then, he has been expanding the Group's business by moving into PCB manufacturing in China, and establishing plants to provide a suite of services including PCB operations, routing and mass lamination. A high school graduate, Mr Wen has more than 20 years of experience in the PCB industry.

Wen Yao-Chou

Co-Founder and Executive Director

With more than 20 years of experience in the PCB industry, Mr Wen is responsible for the Group's business development and strategic planning. He heads the operations of the manufacturing plant in Taiwan, LGANG Optronics Technology Co., Ltd. He is also responsible for the sales and marketing functions of the Group. Mr Wen is a high school graduate.

Ong Sim Ho

Lead Independent Director

Mr Ong is a Director at Drew & Napier LLC where he heads the Tax & Private Client Services Group. He is the Non-Executive Chairman of Tokio Marine Life Insurance Singapore Ltd and a member of the Board of Emirates National Oil Company (Singapore) Pte Ltd, Sunningdale Tech Limited and Tokio Marine Insurance Singapore Ltd. Mr Ong also serves as an Advisory Board Member of the School of Accountancy at the Singapore Management University. He is an Advocate and Solicitor of the Supreme Court of Singapore, a Barrister-at-Law of Lincoln's Inn, a Fellow of the Institute of Singapore Chartered Accountants and a member of the Singapore Institute of Directors.

Seow Han Chiang, Winston

Independent Director

Mr Seow is a partner of Ho & Wee. He was called to the Singapore Bar in 1995 and has been a practising Advocate and Solicitor of the Supreme Court of Singapore since then. He holds a Bachelor of Law (Honours) degree from the National University of Singapore. Mr Seow is also an Independent Director of Sound Global Ltd and ICP Limited.

Er Kwong Wah

Independent Director

Mr Er is an Executive Director of East Asia Institute of Management. He is also an Independent Director for several public listed companies including China Essence Group Ltd, China Oilfield Technology Services Group Ltd, China Sky Chemical Fiber Co Ltd, COSCO Corporation (S) Ltd, GKE Corporation Ltd and CFM Holdings Ltd. A former Permanent Secretary in the Singapore Civil Service, he had served in various ministries before his retirement. A Colombo Plan and Bank of Tokyo Scholar, he obtained a first class honours degree in Electrical Engineering at the University of Toronto, Canada, in 1970 and an MBA from the Manchester Business School, University of Manchester in 1978.

Management Team

Chan Hui-Chung

Vice General Manager of Shanghai Zhuo Kai

Ms Chan is the spouse of our Chairman/Chief Executive Officer, Mr Wen Yao-Long. She is responsible for the financial function at Shanghai Zhuo Kai and assists the General Manager in its operations. She also manages the financial functions for all China subsidiaries since November 2008. Before assuming her current responsibilities, she was the Finance Manager of LGANG from 1993 to 2000, and vice General Manager of LGANG from 2000 to 2003. Ms Chan is a high school graduate.

Hsing Chin-Sheng

Vice General Manager of Shanghai Zhuo Kai

Mr Hsing heads the operations of Shanghai Zhuo Kai. His responsibilities include sales and marketing, as well as production functions. Prior to joining Shanghai Zhuo Kai in 2013, he was the Plant Manager of Huashen (JiangSu) Electronic Co., Ltd. Mr Hsing graduated from the Republic of China Military Academy.

Wu Yun-Hai

Operation Manager of Shanghai Yaolong, Shanghai Zeng Kang and Shanghai Lian Han Xin

Mr Wu heads the operations of Shanghai Yaolong, Shanghai Zeng Kang and Shanghai Lian Han Xin. His responsibilities include sales and marketing, as well as production functions. He is one of the pioneers having joined Shanghai Yaolong in 2001 as the Assistant Operation Manager, and was involved in the setting up of Shanghai Yaolong. He was promoted to his current position in 2003. Since 2009, he is also the Operation Manager of Shanghai Zeng Kang and Shanghai Lian Han Xin. Mr Wu is a high school graduate.

Chien Wan-Hsin

Chief Financial Officer

Mr Chien is responsible for the accounting, financial and taxation functions of the Group. Prior to joining LGANG as Finance Manager in June 2001, he was an audit partner with a public accounting firm in Taiwan. Mr Chien holds a Bachelor Degree in Business Administration from the National Taiwan University, Taiwan and is a member of Taipei Certified Public Accountants Association.

Tay Ai Li

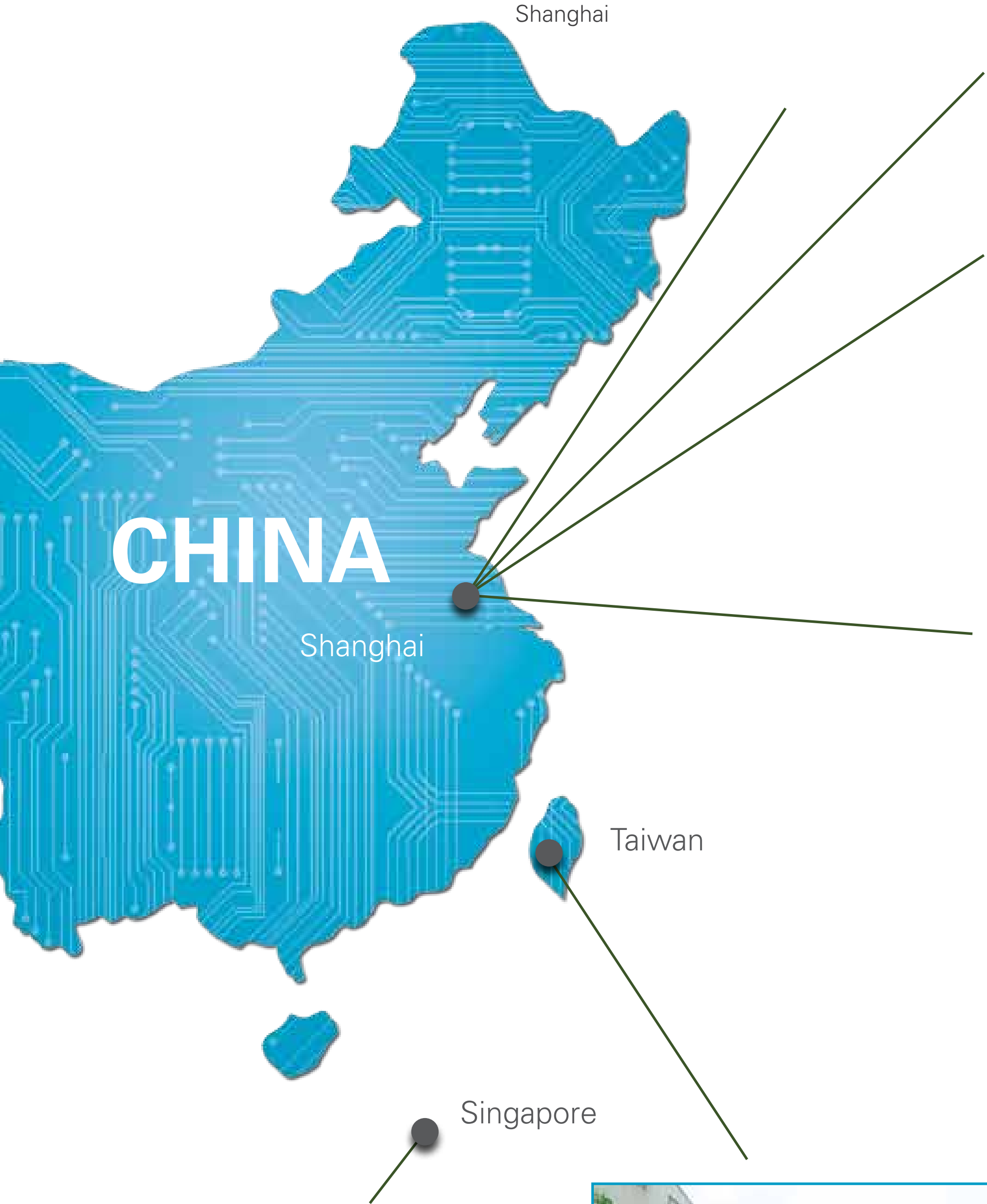
Group Accountant

Ms Tay's responsibilities include assisting the Chief Financial Officer on Group financial matters as well as managing Eucon's investor relations. She joined the Group in July 2009 and had over 4 years of auditing experiences in one of the Big 4 accounting firms. She is a Chartered Accountant with the Institute of Singapore Chartered Accountants and holds a Bachelor Degree in Accountancy from Nanyang Technological University, Singapore. She is currently a member of the Punggol North Citizens Consultative Committee.

Subsidiaries

Shanghai Zeng Kang Electronic Co., Ltd
Offers mechanical drilling and routing services to customers in Northern Shanghai

Shanghai Zhuo Kai Electronic Technology Co., Ltd
Manufacturing of PCB boards and provision of related processing services on outsourced PCBs to PCB manufacturers



Shanghai Eu Ya Electronic Technology Co., Ltd
Provides lamination services on PCB boards

Shanghai Lian Han Xin Electronic Technology Co., Ltd
Offers mechanical drilling and routing services

Shanghai Yaolong Electronic Technology Co., Ltd
Offers mechanical drilling and routing services to customers in Southern Shanghai

Emerging Technology Pte. Ltd.
Trading company

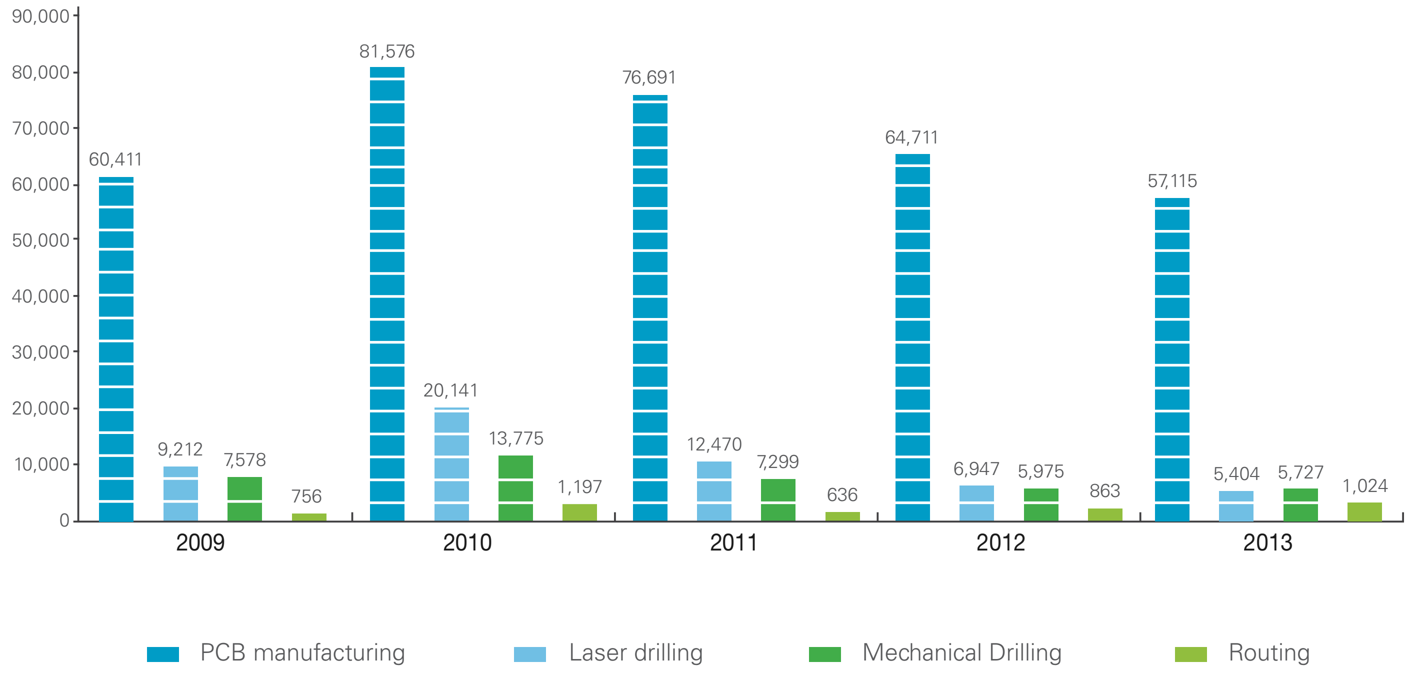
LGANG Optronics Technology Co., Ltd
Manufacturing of embedded PCB boards

5 Year Financial Highlights

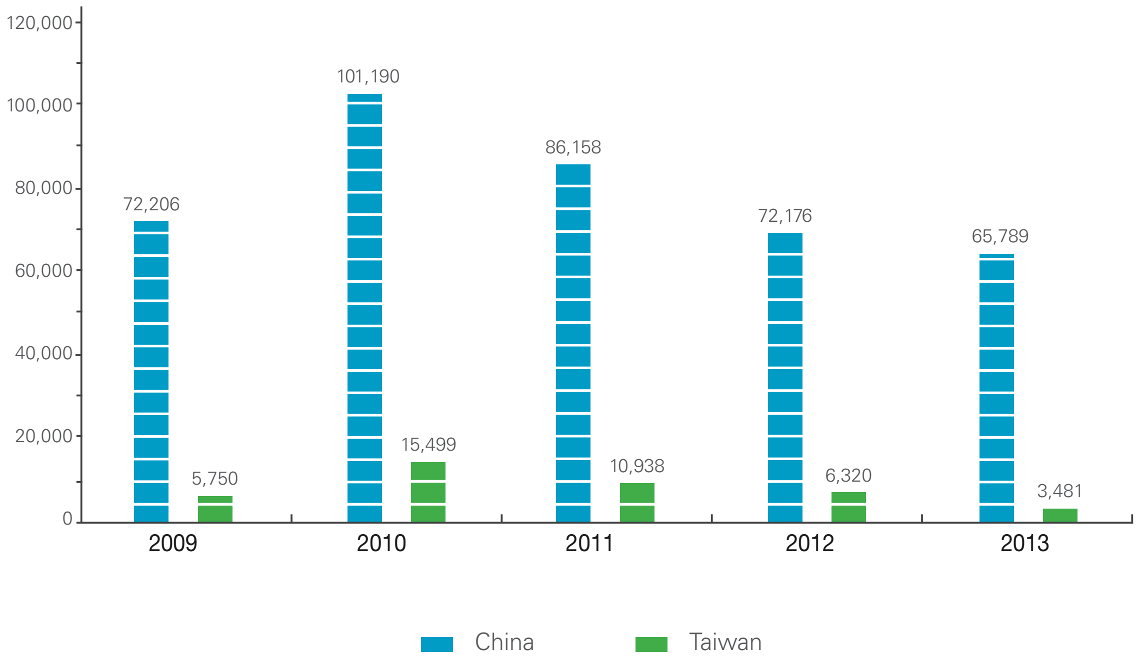
Consolidated Profit & Loss ($'m) (for the year ended December 31)	**2013**	2012	2011	2010	2009
Revenue	**69.3**	78.5	97.1	116.7	78.0
Gross Profit	**3.9**	2.9	12.3	21.1	3.4
(Loss) / Profit before tax	**(7.8)**	(25.0)	(3.8)	2.4	(13.1)
(Loss) / Profit attributable to shareholders	**(7.9)**	(23.8)	(4.2)	1.2	(12.8)
Consolidated Financial Position ($'m) (for the year ended December 31)					
Property, plant and equipment	**43.3**	57.3	75.9	85.0	103.9
Cash and cash equivalents	**19.0**	17.5	18.4	15.2	9.2
Other assets	**39.7**	45.6	48.4	59.2	52.8
Total Assets	**102.0**	120.4	142.7	159.4	165.9
Equity attributable to owners of the company	**31.6**	38.3	64.3	67.3	71.0
Total borrowings	**16.9**	24.9	28.8	33.5	39.1
Other liabilities	**46.2**	50.1	40.5	50.1	50.0
Non-controlling interests	**7.3**	7.1	9.1	8.5	5.8
Total Liabilities And Equity	**102.0**	120.4	142.7	159.4	165.9
Financial Ratios					
Return on shareholders' equity (%)	**(25.0)**	(62.1)	(6.5)	1.8	(18.0)
Return on assets (%)	**(7.6)**	(20.8)	(2.7)	1.5	(7.9)
Net gearing ratio	**(0.1)**	0.2	0.2	0.3	0.5
Working capital ratio	**1.1**	1.0	0.9	0.9	0.6
Per Share Data (Cents)					
Earnings after tax	**(1.39)**	(4.17)	(0.73)	0.16	(2.20)
Net assets	**5.54**	6.33	10.88	11.42	12.06

Financial Charts

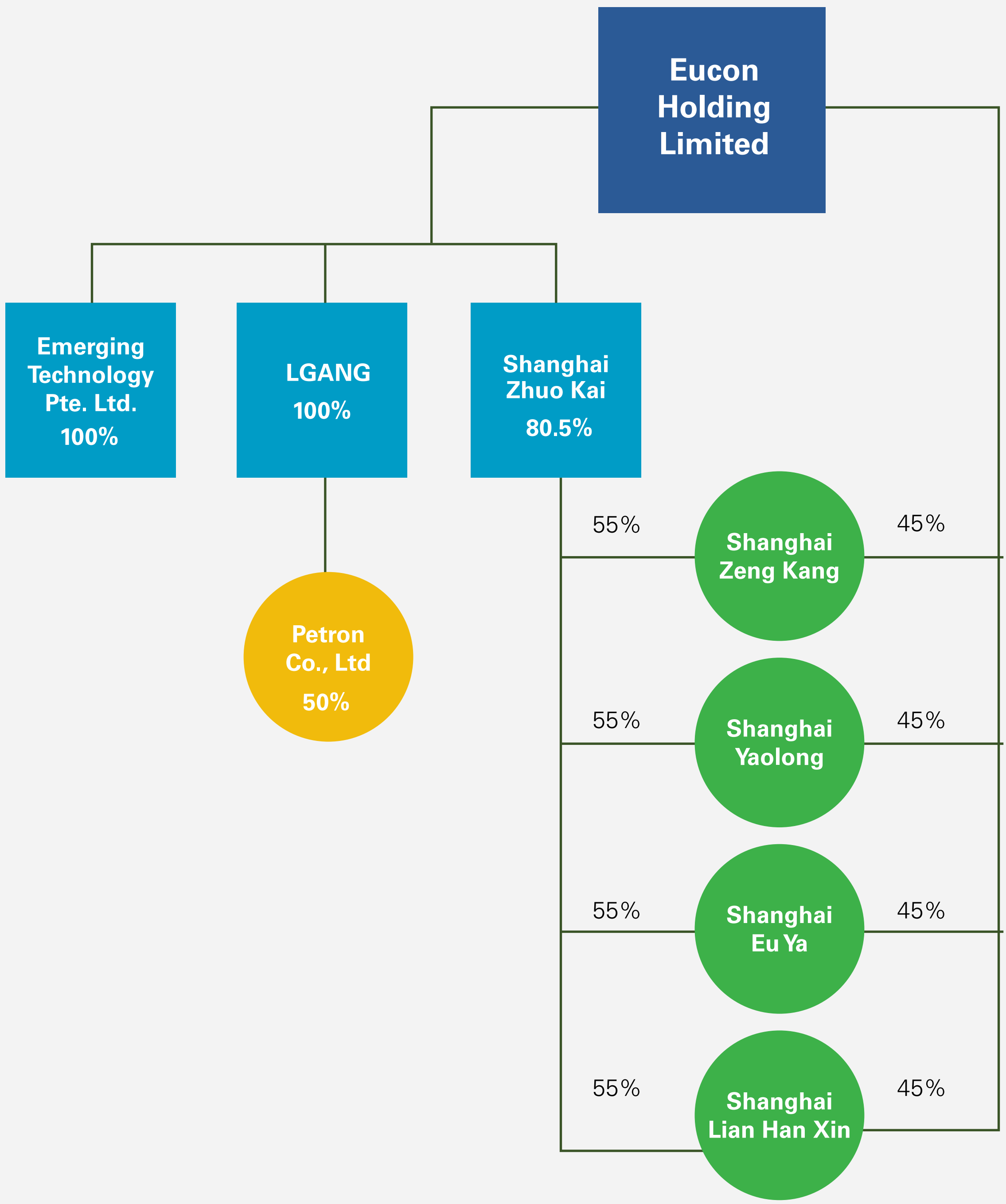
Revenue Mix by Segment



Revenue Mix by Geographical



Group Structure



Financial Contents

Corporate Governance Report

The Company recognises the importance of and is committed to setting and maintaining high standards of corporate governance to protect shareholders' interest and enhance shareholders' value and corporate transparency. This report outlines the Company's corporate governance processes and activities during the financial year, with specific reference to the Code of Corporate Governance (the "Code").

BOARD MATTERS

Principle 1: The Board's Conduct of Affairs

The Board of Directors is entrusted with the responsibility for the overall management of the business and affairs of the Company and its subsidiaries (the "Group"). It delegates day-to-day operations to management, while reserving certain key matters for its approval.

Key functions of the Board include providing entrepreneurial leadership, setting of strategic aims, and ensuring that the necessary financial and human resources are in place for the Group to meet its objectives; establishing a framework of prudent and effective controls which enables risk to be assessed and managed; reviewing management performance; setting the Group's values and standards, and ensuring that obligations to shareholders and others are understood and met. The Board regularly reviews the business plans and the financial performance of the Group.

The directors together with the company secretary are responsible for ensuring that the Board procedures are followed and that applicable rules and regulations are complied with. The company secretary administers, attends and prepares minutes of all Board and specialised committee meetings. She assists the Chairman in ensuring that the Board procedures are followed and regularly reviewed to ensure effective functioning of the Board, and that the Company's Memorandum and Articles of Association and relevant rules and regulations, including requirements of the Companies Act and the Singapore Exchange, are complied with. She also assists the Chairman and the Board in implementing and strengthening corporate governance practices and processes with a view to enhance long-term shareholder value. She is also the primary channel of communication between the Company and the Singapore Exchange.

To facilitate effective management, the Board delegates certain functions to the various Board Committees (Nominating Committee, Remuneration Committee and Audit Committee), each of which is subject to the Board's approved terms of reference and whose actions are reported to and monitored by the Board.

The Board's approval is required for matters such as corporate strategy, mergers and acquisitions, announcements, approval of the Group's quarterly results, annual results and accounts, interested person transactions of a material nature, authorisation of major transactions, declaration of interim dividends and proposal of final dividends, appointment or removal of company secretary and auditors, and convening of shareholders' meetings.

The Company has adopted a set of Approval Authority Limits, setting out the level of authorisation required for specified transactions, including those that require Board's approval.

All new directors appointed to the Board will have the opportunity to visit the Group's factories and facilities and will be briefed on the Group's business activities and its strategic direction. They will also be given all relevant corporate materials and documents such as latest Annual Report and Summary Financial Statements to assist them to better understand the structure and operations of the Group.

Directors and senior management are encouraged to attend training programmes organised by Singapore Exchange Limited, Singapore Institute of Directors and other external professional organisations to update them on relevant new laws and regulations relating to their duties and responsibilities as directors.

The Board meets at least 4 times a year regularly on a quarterly basis and as warranted. Ad hoc meetings are also convened to deliberate on urgent substantive matters. The Company's Articles of Association allows a board meeting to be conducted by way of telephone conference or videoconference. Details of the number of board meetings held in a year as well as the attendance of each board member at those meetings and meetings of the various Board Committees are disclosed below.

DIRECTORS' ATTENDANCE AT BOARD AND BOARD COMMITTEE MEETINGS
Period covering January to December 2013

	Board		Audit Committee		Nominating Committee		Remuneration Committee	
Name of Director	**No. Held**	**Attended**	**No. Held**	**Attended**	**No. Held**	**Attended**	**No. Held**	**Attended**
Wen Yao-Long	5	5	–	–	–	–	–	–
Wen Yao-Chou	5	5	–	–	–	–	–	–
Ong Sim Ho	5	5	4	4	1	1	2	2
Seow Han Chiang, Winston	5	5	4	4	1	1	2	2
Er Kwong Wah	5	5	4	4	1	1	2	2

Principle 2: Board Composition and Guidance

Currently, the Board has five directors comprising two executive directors and three independent non-executive directors. They are Wen Yao-Long (Executive Chairman/CEO), Wen Yao-Chou, Ong Sim Ho, Seow Han Chiang, Winston and Er Kwong Wah respectively.

The independence of each director is reviewed annually by the Nominating Committee ("NC"). The NC is satisfied that more than one-third of the Board comprises independent directors.

The NC has assessed the independence of the independent directors, Mr Ong Sim Ho, Mr Seow Han Chiang, Winston and Mr Er Kwong Wah after considering the recommendations set out in the Code. Notwithstanding that Mr Ong Sim Ho has served the Board since July 2004, the Board is fully satisfied that he has demonstrated complete independence, robustness of character and judgement as a Board member. Despite the 9 years time frame, Mr Ong Sim Ho has continued to be and is deemed to be independent and has the requisite qualifications, experience and integrity as an independent director. The Board believes that Mr Ong Sim Ho who has many years of business and financial experience is able to serve the present needs of the Group. Further, with the Group's transition into the embedded PCB technology, the Board is of the view that for continuity purposes, it is important that Mr Ong remained as a Board member.

The NC is of the view that the current Board size is appropriate, taking into account the nature and scope of the business and operations of the Group. The Board consists of high caliber members with a wealth of knowledge, expertise and experience. They contribute valuable direction and insight, drawing from their vast experience in matters relating to accounting, finance, law, business and general corporate matters.

The Board has determined that no director who is fully employed may serve on the Board of more than 5 public listed companies and no director who is not fully employed may serve on the Board of more than 10 public listed companies.

The non-executive directors constructively challenge and help develop proposals on strategy and also review the performance of management in meeting agreed goals and objectives, and monitor the reporting of performance.

Principle 3: Chairman and Chief Executive Officer ("CEO")

Currently, Mr Wen Yao-Long serves as the Group's Executive Chairman and CEO. In the opinion of the Board, the scale of the business does not warrant a division of these positions. Further, the Company had appointed Mr Ong Sim Ho, an independent non-executive director, as lead independent director. The lead independent director is available to shareholders in circumstances where shareholders' concerns raised through normal channels to the Chairman/CEO or Chief Financial Officer has failed to resolve or where such contact is inappropriate.

The Chairman's principal role is to manage the business of the Board; lead the Board to ensure its effectiveness on all aspects of its role and set its agenda; ensure that the directors receive accurate, timely and clear information; ensure effective communication with shareholders; encourage constructive relations between the Board and management; facilitate the effective contribution of non-executive directors in particular; encourage constructive relations between executive directors and non-executive directors; and promote high standard of corporate governance. The Chairman also advises on the Group's business strategy.

The CEO bears executive responsibility for the day-to-day operations of the Group.

Principle 4: Board Membership
Principle 5: Board Performance

Nominating Committee ("NC")

Currently, the members of the NC are Er Kwong Wah (Committee Chairman), Seow Han Chiang, Winston and Ong Sim Ho, all of whom are independent non-executive directors. Mr Er Kwong Wah is not, nor directly associated with, a substantial shareholder.

The Terms of Reference of the NC include:-

- making recommendations to the Board on all Board appointments and re-appointments,
- reviewing and determining the independence of each director and ensure that at least one-third of the Board comprises independent directors,
- reviewing and evaluating whether or not a director is able to and has been adequately carrying out his duties as director of the Company, when he has multiple board representations,
- reviewing the skills required by the Board, and the size of the Board annually,
- determining how the Board's performance may be evaluated, and proposing performance criteria to assess effectiveness of the Board as a whole and contribution of each director,
- formal assessment of the effectiveness of the Board as a whole and individual director, and
- formulating succession plan.

The NC has adopted internal guidelines to address competing time commitments faced by directors serving on multiple boards.

In the nomination and selection process for new directors, the NC will identify the key attributes that an incoming director should have based on the attributes of the existing Board and the requirement of the Group. Then, the NC will tap on the resources of the Board's personal contacts and recommendations of potential candidates, and goes through a shortlisting process. Interviews will be conducted with potential candidates to assist NC members to make their recommendation to the Board.

Article 89 of the Company's Articles of Association requires at least one-third of the directors to retire from office at the Company's Annual General Meeting (the "AGM"). In addition, Article 88 of the Company's Articles of Association provides that a newly appointed director must submit himself for re-election at the AGM following his appointment.

The dates of initial appointment and last re-election of each director are set out as follows:-

Name of Director	Current appointment	Date of initial appointment	Date of last re-election	Due for re-election at next AGM
Wen Yao-Long	Executive	2 January 2003	25 April 2013	NA
Wen Yao-Chou	Executive	2 January 2003	26 April 2012	Retirement by Rotation (Article 89)
Ong Sim Ho	Non-Executive / Independent	19 July 2004	26 April 2012	NA
Seow Han Chiang, Winston	Non-Executive / Independent	7 July 2005	27 April 2011	Retirement by Rotation (Article 89)
Er Kwong Wah	Non-Executive / Independent	8 September 2006	25 April 2013	NA

Other key information on the individual directors of the Company is set out in the "Board of Directors" section of this Annual Report. Their shareholdings in the Company are also disclosed in the Report of the Directors.

The NC has adopted a process for assessing the effectiveness of the Board as a whole and for assessing the contribution by each director. The performance criteria for the Board evaluation includes an evaluation of the size and composition of the Board, the Board's access to information, accountability, Board processes, top management and standard of conduct. For individual director evaluation, the NC assessed whether the directors continue to contribute effectively and demonstrate commitment to their roles, including attendance at the Board and committee meetings, their industrial knowledge and/or functional expertise and any other duties. The NC has adopted an open discussion approach which has facilitated their cohesive approach towards a common goal and contributed well towards better performance of the Company.

Principle 6: Access to Information

Management provides adequate and timely information to the Board on the Group's affairs and business issues which require the Board's decisions. Quarterly reports, as well as ongoing reports of the Group's financial and operational performances are also provided to the Board.

Prior to each board meeting, the management will prepare and send board papers to the Board so that the board members can better understand the matters before the board meeting. This also assists the Board to focus on relevant issues and concerns during the board meeting.

Where a physical board meeting is not possible, timely communication with members of the Board is effected through other means, such as electronic mail and teleconferencing.

The directors have separate and independent access to the Company's senior management and the company secretary at all times. The Company adopts a policy which welcomes directors to request for explanations and briefings from or informal discussions with management on any aspects of the Group's operations or business issues. The Chairman/CEO will make the necessary arrangements to accede to these requests.

The Board takes independent professional advice as and when necessary to enable it to discharge its responsibilities effectively. Subject to the approval of the Chairman/CEO, directors, whether as a Group or individually, may seek and obtain independent professional advice to assist them in their duties, at the expense of the Company.

REMUNERATION MATTERS

Principle 7: Procedures for Developing Remuneration Policies
Principle 8: Level and Mix of Remuneration
Principle 9: Disclosure on Remuneration

Remuneration Committee ("RC")

Currently, the members of the RC are Seow Han Chiang, Winston (Committee Chairman), Ong Sim Ho and Er Kwong Wah, all of whom are independent non-executive directors.

The RC has access to expert advice, inside and/or outside the Company, in the field of executive compensation where required.

The RC meets at least once a year and when necessary. The Terms of Reference of the RC include:-

- recommending to the Board a framework of remuneration for the Board and the CEO with a goal to retain and motivate them through competitive compensation and progressive policies, and determining specific remuneration packages and terms of employment for each of the directors and the CEO, taking into consideration all aspects of remuneration (including but not limited to director's fees, salaries, allowances, bonuses, options, and benefits in kind) and remuneration packages within the industry and comparable companies,

- ensuring that remuneration packages for employees related to directors, CEO or substantial shareholders of the Company is in line with the Group's staff remuneration guidelines and commensurate with their respective job scopes, levels of responsibilities and levels of performance,

- reviewing the remuneration of senior management, and

- recommending executives' and employees' share option scheme or any other long term incentive schemes which may be set up from time to time.

No director is involved in deciding his own remuneration. Directors' fees are recommended to the Board for approval at the Company's AGM.

The independent directors and non-executive directors receive a basic fee and an additional fee for serving on any of the committees in accordance with their contributions, taking into account factors such as effort and time spent, responsibilities of the directors and the need to pay competitive fees to attract, retain and motivate the directors. The total amount of directors' fees is subject to the approval of the shareholders at the AGM.

The executive directors do not receive directors' fees. The executive directors' service contracts were renewed on 6 August 2013 based on its current terms. The executive directors' remuneration comprises a basic salary component and incentive bonus based on the consolidated profit before tax of the Group, if it equals or exceeds S$10 million. The remuneration for the management personnel comprises a basic salary component and a variable component which is the annual bonus, based on the performance of the Group as a whole and their individual performance.

A breakdown, showing the level and mix of each individual director's remuneration payable for the financial year ended 31 December 2013, is as follows:-

Remuneration	Directors' Fees (S$)	Salary (S$)	Variable Incentive Bonus (S$)	Total (S$)
Directors				
Wen Yao-Long**	–	1,184,000	–	1,184,000
Wen Yao-Chou**	–	428,000	–	428,000
Ong Sim Ho	50,000	–	–	50,000
Seow Han Chiang, Winston	40,000	–	–	40,000
Er Kwong Wah	40,000	–	–	40,000

** Wen Yao-Long and Wen Yao-Chou are brothers.

The remuneration of the management personnel of the Group (who are not directors) for the financial year ended 31 December 2013 is shown in the following bands:-

Remuneration	Salary (%)	Bonus (%)	Other employment benefits (%)	Total (%)
Management Personnel				
S$250,000 to S$499,999				
Chien Wan-Hsin	85	10	5	100
Below S$250,000				
Chan Hui-Chung[(1)]	92	8	–	100
Hsing Chin-Sheng	100	–	–	100

The aggregate amount of the total remuneration paid to the management personnel (who are not directors or the CEO) is approximately S$593,000.

(1) Chan Hui-Chung is the wife of Wen Yao-Long, who is the Executive Chairman/CEO and substantial shareholder of the Company.

The RC also administers the Eucon Employee Share Option Scheme (the "ESOS"). Details of the ESOS are set out in the Report of the Directors. No options have been granted under the ESOS since listing. In evaluating long-term incentive schemes, the RC takes into consideration the costs and benefits of such schemes.

ACCOUNTABILITY AND AUDIT

Principle 10: Accountability

The Company has adopted quarterly results reporting since its listing. The Company may hold media and analyst briefing of its quarterly and full-year results, when deemed fit. The press releases and the quarterly and full-year results will be published through the SGX-NET for the public and shareholders' information.

Principle 11: Audit Committee ("AC")

Currently, the members of the AC are Ong Sim Ho (Committee Chairman), Seow Han Chiang, Winston and Er Kwong Wah, all of whom are independent non-executive directors.

All members bring with them invaluable experience in the finance, legal and business management spheres. The Board is of the opinion that they have sufficient financial expertise to discharge the AC's functions.

The AC meets at least once every quarter and when necessary. The AC also meets with the external auditors and the respective internal assessment personnel, without the presence of the Company's management.

The AC is guided by the Terms of Reference, which include, amongst other responsibilities: reviewing quarterly and full year financial statements, audit plans of internal and external auditors, effectiveness of the internal audit function, adequacy of the internal controls and risk management policies and systems established by management, effectiveness and independence of external auditors, interested person transactions, potential conflict of interest; investigating suspected fraud or irregularity; and making recommendations to the Board on the appointment, re-appointment and removal of the external auditors. The AC reviews the significant financial reporting issues and judgments so as to ensure the integrity of the financial statements of the Company and any formal announcements relating to the Company's financial performance.

The AC has explicit authority to investigate any matters within its Terms of Reference and has full access to and co-operation from management, full discretion to invite any director or executive officer to attend its meetings, direct access to internal and external auditors and reasonable resources to enable it to discharge its functions.

The AC conducted an annual review of the scope and results of the audit and its cost effectiveness, as well as the independence and objectivity of the external auditors and had also undertaken a review of the volume of non-audit services provided by the external auditors. The AC assessed whether the nature and extent of those services might prejudice the independence and objectivity of the external auditors before confirming its re-nomination. The AC was satisfied that such services did not affect the independence of the external auditors. The Board confirms that the Company has complied with Rules 712 and 715 of the SGX-ST Listing Manual in relation to the appointment of auditing firms.

The AC has put in place a whistle-blowing policy and procedures by which staff of the Group may, in confidence, raise concerns about possible improprieties in financial reporting or other matters.

The AC keeps abreast of changes to the accounting standards and issues which have a direct impact on the financial statements by regular communication with the management, the external auditors and the internal auditors.

Principle 12: Internal Controls

The Company's internal auditors have conducted an annual review in accordance with their audit plans, of the effectiveness and adequacy of the Company's material internal controls, including financial, operational and compliance controls, and risk management policies and procedures. Any material non-compliance or failures in internal controls and recommendations for improvements are reported to the AC. The AC has also reviewed the effectiveness of the actions taken by the management on the recommendations made by the external auditors in this respect.

The Board has also received assurance from the CEO and the Chief Financial Controller that (i) the financial records have been properly maintained and the financial statements give a true and fair view of the Company's operations and finances; and (ii) the Company's risk management and internal control systems in place are effective.

Risk Management

The Company regularly reviews and improves its business and operational activities to identify areas of significant business risks as well as take appropriate measures to control and mitigate these risks. The Company reviews all significant control policies and procedures, and highlights all significant matters to the AC and Board.

Principle 13: Internal Audit

The Board recognises that it is responsible for maintaining a system of internal control processes to safeguard shareholders' investments and the Group's business and assets. The effectiveness of the internal financial control systems and procedures are monitored by the management and the internal audit function is out-sourced to an international public accounting firm. The internal audit function reports primarily to the Chairman of the AC.

The internal auditors plan its internal audit schedules in consultation with the AC. The audit plan will be submitted to the AC for approval prior to the commencement of the internal audit. The AC reviews the activities of the internal auditors on a regular basis, including overseeing and monitoring the implementation of improvements required on identified internal control weaknesses. The AC will ensure that the internal audit function is adequately resourced and has appropriate standing within the Company, and will review annually the effectiveness of the internal audit function. The AC ensures that the internal auditors meet or exceed the standards set by nationally or internationally recognised professional bodies including the Standards for the Professional Practice of Internal Auditing set by the Institute of Internal Auditors.

The AC has reviewed the Company's risk assessment and based on the internal audit reports and management controls in place, it is satisfied that there are adequate internal controls in the Group, including financial, operational and compliance controls, and risk management policies and systems.

Principle 14: Communication with Shareholders
Principle 15: Greater Shareholder Participation

Pursuant to SGX-ST's Listing Rules and the Companies Act, and in line with continuous disclosure obligations of the Company, the Board's policy is that shareholders should be informed promptly of all major developments that impact the Group.

Information is communicated to shareholders on a timely basis, through annual reports that are issued to all shareholders within the mandatory period, quarterly and full-year financial statements, notice of and explanatory memorandums for Annual General Meetings and Extraordinary General Meetings, press releases and disclosures through SGXNET. The Company takes all reasonable efforts to ensure that it does not practice selective disclosure of material information. Material information is excluded from any briefing or is first publicly released, either before the Company meets with investors or analysts or simultaneously with such meetings. Results and annual reports are announced or issued within the mandatory period and are available on the Company's website at www.euconholding.com.

The Board welcomes shareholders to raise issues at the shareholders' meetings or on an ad hoc basis. The Chairman of the AC, NC and RC will be present and available at the general meetings to address queries raised by shareholders. The external auditors will also be present to address shareholders' queries relating to the conduct of the audit and the preparation and content of their auditors' report.

The Articles of Association of the Company allow a shareholder to appoint one or two proxies to attend and vote on his/her behalf.

The company secretary prepares minutes or notes of general meetings which include the comments and queries from shareholders and responses from the Board and management, and these minutes or notes are available to shareholders upon their request. Separate resolutions are passed at general meetings on each substantial issue.

The Group has no specific dividend policy at present. The form, frequency and amount of dividends declared each year will take into consideration the Group's profit growth, cash position, positive cash flow generated from operations, projected capital requirements for business growth and other factors as the Board may deem appropriate.

The Company is not declaring any dividend for the financial year ended 31 December 2013 as the Group is in a loss making position.

DEALING IN SECURITIES

The Company adopted an internal Code of Best Practices on Securities Dealings on 10 September 2004 which is modeled on the Listing Rule 1207(19) of the Listing Manual of the SGX-ST (formerly known as "The Best Practices Guide").

The Company implemented a policy prohibiting its officers and company from dealing in the Company's shares while in possession of unpublished material price sensitive information; on short-term considerations; and during the period commencing 2 weeks before the announcement of the Company's quarterly results and one month before the announcement of the full-year results, and ending on the date of the announcement of the results.

INTERESTED PERSON TRANSACTIONS

The Company has an internal policy in respect of interested person transactions of the Company ("IPT Policy"). All division heads are required to familiarise themselves with IPT Policy, and highlight any such transactions to the Company's finance department. The finance department is in charge of keeping a register of the Company's interested person transactions. The IPT Policy also sets out the levels and procedures to obtain approval for such transactions.

The aggregate value of all interested person transactions entered into during the financial year ended 31 December 2013 are tabulated hereunder pursuant to Rule 907 of the SGX-ST Listing Manual:

Name of interested person	Aggregate value of all interested person transactions during the financial year under review (excluding transactions less than $100,000 and transactions conducted under Shareholders' mandate pursuant to Rule 920)	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 and Ms Chan Hui-Chung to various financial institutions to secure credit facilities for the Group	Total facilities granted as at 31.12.2013: S$23.0 million Amount outstanding as at 31.12.2013: S$12.1 million	–
Loan from Sunny Worldwide Int'l Ltd (Amount outstanding as at 31.12.2013 is S$7.9 million)	Interest for the 12 months ended 31.12.2013: S$0.26 million	–
Loan from Mr Wen Yao-Long (Amount outstanding as at 31.12.2013 is S$5.6 million)	Interest-free loan	–
Loan from Mr Wen Yao-Chou (Amount outstanding as at 31.12.2013 is S$0.7 million)	Interest-free loan	–

OTHER INFORMATION

Material Contract

No material contract to which the Company or any related company is a party which involve the interest of the Chief Executive Officer, each director or controlling shareholder subsisted at, or have been entered into since the end of the previous financial year.

Report of the Directors

The directors present their report together with the audited consolidated financial statements of the group and statement of financial position and statement of changes in equity of the company for the financial year ended December 31, 2013.

1 DIRECTORS

The directors of the company in office at the date of this report are:

Wen Yao-Long
Wen Yao-Chou
Ong Sim Ho
Seow Han Chiang, Winston
Er Kwong Wah

2 ARRANGEMENTS TO ENABLE DIRECTORS TO ACQUIRE BENEFITS BY MEANS OF THE ACQUISITION OF SHARES AND DEBENTURES

Neither at the end of the financial year nor at any time during the financial year did there subsist any arrangement whose object is to enable the directors of the company to acquire benefits by means of the acquisition of shares or debentures in the company or any other body corporate.

3 DIRECTORS' INTERESTS IN SHARES AND DEBENTURES

The directors of the company holding office at the end of the financial year had no interests in the share capital and debentures of the company and related corporations as recorded in the register of directors' shareholdings kept by the company under Section 164 of the Singapore Companies Act except as follows:

	Shareholdings registered in the name of the directors		Shareholdings in which the directors are deemed to have interests	
Name of directors and companies in which interests are held	**At January 1, 2013**	**At December 31, 2013**	**At January 1, 2013**	**At December 31, 2013**
The company				
Ordinary shares				
Wen Yao-Long	24,224,747	24,224,747	108,362,000	108,362,000
Wen Yao-Chou	4,797,643	4,797,643	–	–
Ong Sim Ho	1,220,000	1,220,000	–	–

By virtue of Section 7 of the Singapore Companies Act, Wen Yao-Long is deemed to have an interest in all the related corporations of the company.

The directors' interests in the shares of the company as at January 21, 2014 were the same at December 31, 2013.

4 DIRECTORS' RECEIPT AND ENTITLEMENT TO CONTRACTUAL BENEFITS

Since the beginning of the financial year, no director has received or become entitled to receive a benefit which is required to be disclosed under Section 201(8) of the Singapore Companies Act, by reason of a contract made by the company or a related corporation with the director or with a firm of which he is a member, or with a company in which he has a substantial financial interest except for salaries, bonuses and other benefits as disclosed in the financial statements. Certain directors received remuneration from related corporations in their capacity as directors and/or executives of those related corporations.

5 SHARE OPTIONS

a) At the Extraordinary Meeting held on July 14, 2004, the shareholders approved the adoption of the Eucon Employee Share Option Scheme (the "ESOS"). The ESOS is administered by the Remuneration Committee, comprising the following independent directors:

Seow Han Chiang, Winston (Chairman)
Ong Sim Ho
Er Kwong Wah

b) Under the ESOS, an option entitles the option holder to subscribe for a specific number of new ordinary shares of the company comprised in the option at a subscription price per share determined with reference to the market price of the share at the time of grant of the option. The Remuneration Committee may at its discretion, fix that subscription price at a discount up to 20% off market price but not lower than \$0.05. The consideration for the grant of an option is \$1.00.

Options granted with the subscription price set at the market price shall only be exercised after the first anniversary but before the tenth anniversary (fifth anniversary for non-executive directors) of the date of grant of that option, subject to the following:

i) up to 50% only of the shares in respect of which that option is granted may be exercised after the first anniversary of the date of grant of that option; and

ii) the remaining 50% of the shares in respect of which that option is granted may be exercised after the second anniversary of the date of grant of that option.

Options granted with the market price set at a discount to the market price shall only be exercised after the second anniversary but before the tenth anniversary (fifth anniversary for non-executive directors) of the date of grant of that option, subject to the following:

i) up to 50% only of the shares in respect of which that option is granted may be exercised after the second anniversary of the date of grant of that option; and

ii) the remaining 50% of the shares in respect of which that option is granted may be exercised after the third anniversary of the date of grant of that option.

The shares under option may be exercised in whole or in part on the payment of the relevant subscription price. Options granted will lapse when the option holder ceases to be a full-time employee of the company or any company of the group subject to certain exceptions at the discretion of the company.

As at the date of this report, no options have been granted under the Scheme.

5 SHARE OPTIONS (cont'd)

c) During the financial year, no option to take up unissued shares of the company or any subsidiaries was granted and there were no shares of the company or any subsidiaries issued by virtue of the exercise of an option to take up unissued shares.

d) At the end of the financial year, there were no unissued shares of the company or any subsidiaries under option.

6 BOARD OPINION ON THE ADEQUACY OF INTERNAL CONTROLS ADDRESSING FINANCIAL, OPERATIONAL AND COMPLIANCE RISKS

Based on the reports submitted by the external and internal auditors and the various management controls put in place, the Board with the concurrence of the Audit Committee is satisfied that as at December 31, 2013, there are adequate internal controls systems in the group in addressing financial, operational and compliance risks.

The Board believes that, in the absence of any evidence to the contrary, the system of internal control maintained by the company's management that was in place throughout the financial year and up to the date of this report, provides reasonable, but not absolute, assurance against material financial misstatements or loss, and include the safeguarding of assets, the maintenance of proper accounting records, the reliability of financial information, compliance with appropriate legislation, regulation and practice, and the identification and containment of business risk. The Board notes that no system of internal control could provide absolute assurance against the occurrence of material errors, poor judgment in decision-making, human error, losses, fraud or other irregularities.

7 AUDIT COMMITTEE

The Audit Committee of the company comprises three members, all of whom are non-executive independent directors. The members of the Audit Committee at the date of this report are:

Ong Sim Ho	(Chairman)
Seow Han Chiang, Winston	
Er Kwong Wah	

The Audit Committee has met three times since the last Annual General Meeting ("AGM") and has reviewed the following, where relevant, with the executive directors and external and internal auditors of the company:

i. the audit (external and internal) plans and results of the internal auditors' examination of the group's system of internal accounting controls;

ii. the group's financial and operating results and accounting policies;

iii. the statement of financial position and statement of changes in equity of the company and the consolidated financial statements of the group before their submission to the directors of the company and the external auditors' report on those financial statements;

iv. the quarterly, half-yearly and annual announcements as well as the related press releases on the results and financial position of the company and the group; and

v. the re-appointment of the external auditors of the group and the company.

7 AUDIT COMMITTEE (cont'd)

The Audit Committee has full access to and has the co-operation of the management and has been given the resources required for it to discharge its function properly. It also has full discretion to invite any director and executive officer to attend its meetings. The external and internal auditors have unrestricted access to the Audit Committee.

The Audit Committee has recommended to the Board of Directors the nomination of Deloitte & Touche LLP for re-appointment as external auditors of the group and the company at the forthcoming Annual General Meeting of the company.

8 AUDITORS

The auditors, Deloitte & Touche LLP, have expressed their willingness to accept re-appointment.

ON BEHALF OF THE DIRECTORS

Wen Yao-Long

Wen Yao-Chou

March 27, 2014

Statement of Directors

In the opinion of the directors, the consolidated financial statements of the group and the statement of financial position and statement of changes in equity of the company as set out on pages 35 to 86 are drawn up so as to give a true and fair view of the state of affairs of the group and of the company as at December 31, 2013, and of the results, changes in equity and cash flows of the group and changes in equity of the company for the financial year then ended and at the date of this statement there are reasonable grounds to believe that the company will be able to pay its debts when they fall due.

ON BEHALF OF THE DIRECTORS

Wen Yao-Long

Wen Yao-Chou

March 27, 2014

Independent Auditors' Report

To the Members of Eucon Holding Limited

Report on the Financial Statements

We have audited the accompanying financial statements of Eucon Holding Limited (the "company") and its subsidiaries (the "group"), which comprise the consolidated statement of financial position of the group and the statement of financial position of the company as at December 31, 2013, and the consolidated statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows of the group and the statement of changes in equity of the company for the year then ended, and a summary of significant accounting policies and other explanatory information, as set out on pages 35 to 86.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the provisions of the Singapore Companies Act (the "Act") and Singapore Financial Reporting Standards, and for devising and maintaining a system of internal accounting controls sufficient to provide a reasonable assurance that assets are safeguarded against loss from unauthorised use or disposition; and transactions are properly authorised and that they are recorded as necessary to permit the preparation of true and fair profit and loss accounts and balance sheets and to maintain accountability of assets.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Singapore Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts, and disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation of financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the consolidated financial statements of the group and the statement of financial position and statement of changes in equity of the company are properly drawn up in accordance with the provisions of the Act and Singapore Financial Reporting Standards so as to give a true and fair view of the state of affairs of the group and of the company as at December 31, 2013 and of the results, changes in equity and cash flows of the group, and changes in equity of the company for the year ended on that date.

Independent Auditors' Report

To the Members of Eucon Holding Limited

Emphasis of Matter

We draw attention to Note 1 to the financial statements which indicates that the group incurred a net loss and the company's current liabilities exceed its current assets. These conditions, along with other matters as set forth in Note 1, indicate the existence of a material uncertainty which may cast significant doubt on (a) the group's and company's ability to generate sufficient operating cash flows in order to enable the group and the company to operate as going concerns and (b) the group's ability to generate sufficient revenue and operating cash flows in respect of the asset impairment assessment such that the recoverable amount is not lower than the carrying amount of the property, plant and equipment and goodwill of the group. Our opinion is not modified in respect of these matters.

Report on Other Legal and Regulatory Requirements

In our opinion, the accounting and other records required by the Act to be kept by the company have been properly kept in accordance with the provisions of the Act.

Deloitte & Touche LLP
Public Accountants and
Chartered Accountants
Singapore

March 27, 2014

Statements of Financial Position

December 31, 2013

	Note	Group 2013 $'000	Group 2012 $'000	Company 2013 $'000	Company 2012 $'000
ASSETS					
Current assets					
Cash and cash equivalents	6	18,997	17,395	459	103
Pledged bank deposits	7	609	146	–	–
Trade receivables	8	22,560	28,411	–	–
Other receivables and prepayments	9	2,300	2,330	9,601	7,949
Inventories	10	4,635	5,980	–	–
Assets classified as held for sale	11	3,332	–	–	–
Land use rights	12	96	90	–	–
Total current assets		52,529	54,352	10,060	8,052
Non-current assets					
Other receivables	9	1,244	1,341	–	–
Land use rights	12	4,034	3,872	–	–
Investment in subsidiaries	13	–	–	71,949	67,446
Investment in associate	14	205	–	–	–
Property, plant and equipment	15	43,265	57,258	740	708
Goodwill	16	82	2,226	–	–
Deferred tax assets	17	619	1,355	–	–
Total non-current assets		49,449	66,052	72,689	68,154
Total assets		101,978	120,404	82,749	76,206
LIABILITIES AND EQUITY					
Current liabilities					
Trade and other payables	18	24,679	29,614	15,897	11,991
Provision	19	10,479	9,705	10,479	9,705
Borrowings	20	11,115	14,417	41	59
Finance leases	21	29	1,110	–	–
Total current liabilities		46,302	54,846	26,417	21,755
Non-current liabilities					
Other payables	18	10,995	10,732	10,995	10,732
Borrowings	20	5,740	8,946	–	46
Finance leases	21	21	424	–	–
Total non-current liabilities		16,756	20,102	10,995	10,778
Capital, reserves and non-controlling interests					
Share capital	22	56,127	56,127	56,127	56,127
Reserves		(24,514)	(17,815)	(10,790)	(12,454)
Equity attributable to owners of the company		31,613	38,312	45,337	43,673
Non-controlling interests		7,307	7,144	–	–
Total equity		38,920	45,456	45,337	43,673
Total liabilities and equity		101,978	120,404	82,749	76,206

See accompanying notes to financial statements.

Consolidated Statement of Proft or Loss and Other Comprehensive Income

Year ended December 31, 2013

	Note	Group 2013 $'000	Group 2012 $'000
Continuing operations			
Revenue	25	65,789	72,084
Cost of service and sales		(61,973)	(69,701)
Gross profit		3,816	2,383
Other income	26	3,391	802
Distribution costs		(2,732)	(3,158)
Administrative expenses		(7,875)	(9,559)
Other expenses	30	(1,501)	(10,697)
Finance costs	27	(1,174)	(1,246)
Loss before income tax		(6,075)	(21,475)
Income tax expense	28	(761)	–
Loss for the year from continuing operations		(6,836)	(21,475)
Discontinued operation			
Loss for the year from discontinued operation	29	(1,756)	(3,505)
Loss for the year	30	(8,592)	(24,980)
Other comprehensive income:			
Items that may be reclassified subsequently to profit or loss:			
Foreign currency translation, representing other comprehensive income for the year		2,056	(2,880)
Total comprehensive loss for the year		(6,536)	(27,860)
Loss attributable to:			
Owners of the company		(7,915)	(23,756)
Non-controlling interests		(677)	(1,224)
		(8,592)	(24,980)
Total comprehensive loss attributable to:			
Owners of the company		(6,699)	(25,945)
Non-controlling interests		163	(1,915)
		(6,536)	(27,860)
Loss per share (cents):			
From continuing and discontinued operations:			
- Basic	31	(1.39)	(4.17)
- Diluted	31	(1.39)	(4.17)
From continuing operations:			
- Basic	31	(1.08)	(3.55)
- Diluted	31	(1.08)	(3.55)

See accompanying notes to financial statements.

Statements of Changes in Equity

Year ended December 31, 2013

	Share capital	Currency translation reserves	Statutory reserves	Equity reserve	Accumulated profits (losses)	Attributable to owners of the company	Non-controlling interests	Total
	$'000	$'000	$'000 (Note 23)	$'000 (Note 24)	$'000	$'000	$'000	$'000
<u>**Group**</u>								
Balance at January 1, 2012	56,127	(6,548)	7,750	(2,993)	9,921	64,257	9,059	73,316
Total comprehensive loss for the year:								
Loss for the year	–	–	–	–	(23,756)	(23,756)	(1,224)	(24,980)
Other comprehensive loss for the year	–	(2,189)	–	–	–	(2,189)	(691)	(2,880)
Total	–	(2,189)	–	–	(23,756)	(25,945)	(1,915)	(27,860)
Balance at December 31, 2012	56,127	(8,737)	7,750	(2,993)	(13,835)	38,312	7,144	45,456
Total comprehensive loss for the year:								
Loss for the year	–	–	–	–	(7,915)	(7,915)	(677)	(8,592)
Transfer to statutory reserves	–	–	31	–	(31)	–	–	–
Other comprehensive income for the year	–	1,152	–	–	64	1,216	840	2,056
Total	–	1,152	31	–	(7,882)	(6,699)	163	(6,536)
Balance at December 31, 2013	56,127	(7,585)	7,781	(2,993)	(21,717)	31,613	7,307	38,920

	Share capital	Currency translation reserve	Accumulated profits (losses)	Total
	$'000	$'000	$'000	$'000
<u>**Company**</u>				
Balance at January 1, 2012	56,127	1,414	1,090	58,631
Total comprehensive loss for the year:				
Loss for the year	–	–	(12,261)	(12,261)
Other comprehensive loss for the year	–	(2,697)	–	(2,697)
Total	–	(2,697)	(12,261)	(14,958)
Balance at December 31, 2012	56,127	(1,283)	(11,171)	43,673
Total comprehensive loss for the year:				
Loss for the year	–	–	(1,222)	(1,222)
Other comprehensive income for the year	–	2,886	–	2,886
Total	–	2,886	(1,222)	1,664
Balance at December 31, 2013	56,127	1,603	(12,393)	45,337

See accompanying notes to financial statements.

Consolidated Statement of Cash Flows

Year ended December 31, 2013

	Group	
	2013	2012
	$'000	$'000
Operating activities		
Loss before income tax	(7,808)	(24,980)
Adjustments for:		
Depreciation expense	11,758	13,672
Impairment of property, plant and equipment	–	1,130
Impairment loss on goodwill	2,144	–
(Reversal of) Allowance for doubtful debts	(1,162)	251
Reversal of allowance for inventories	(895)	(383)
Amortisation of land use rights	96	88
Provision for loss on share buy-back	774	9,705
Interest income	(159)	(121)
Interest expense	1,409	1,635
Net foreign exchange (gain) loss	(1,165)	1,449
Property, plant and equipment written off	75	788
(Gain) Loss on disposal of property, plant and equipment	(1,956)	978
Operating profit before working capital changes	3,111	4,212
Trade receivables	7,013	(36)
Other receivables and prepayments	127	364
Inventories	2,240	2,232
Trade payables	(4,392)	(1,316)
Other payables	(23)	(1,135)
Cash generated from operations	8,076	4,321
Interest received	159	121
Interest paid	(1,409)	(1,635)
Income tax paid	–	(9)
Net cash from operating activities	6,826	2,798
Investing activities		
Purchase of property, plant and equipment	(2,917)	(2,169)
Investment in associate	(205)	–
Proceeds on disposal of property, plant and equipment	6,789	1,062
Net cash from (used in) investing activities	3,667	(1,107)
Financing activities		
(Increase) Decrease in pledged bank deposits	(463)	413
New bank loans raised	6,768	19,756
Repayment of bank loans	(13,426)	(21,718)
Repayment of finance lease obligations	(1,540)	(1,723)
New loans from shareholders	758	2,476
Repayment to shareholders	(1,123)	(1,088)
Net cash used in financing activities	(9,026)	(1,884)
Net increase (decrease) in cash and cash equivalents	1,467	(193)
Cash and cash equivalents at beginning of year	17,395	17,872
Effect of exchange rate changes on the balances of cash held in foreign currencies	135	(284)
Cash and cash equivalents at end of year	18,997	17,395

See accompanying notes to financial statements.

1 GENERAL

The company (Registration No. 200107762R) is incorporated in Republic of Singapore with its principal place of business and registered office at 80 Marine Parade Road, #11-02 Parkway Parade, Singapore 449269. The company is listed on the Singapore Exchange Securities Trading Limited. The financial statements are expressed in Singapore dollars and all values are rounded to the nearest thousand ($'000) except when otherwise indicated.

The principal activity of the company is that of investment holding.

The principal activities of the subsidiaries are disclosed in Note 13 to the financial statements.

The group incurred a net loss of $8,592,000 and $24,980,000 for the years ended December 31, 2013 and 2012 respectively and, as of that date, the company's current liabilities exceed its current assets by $16,357,000 (2012 : $13,703,000). This indicates the existence of a material uncertainty which may cast significant doubt on (a) the group's and company's ability to generate sufficient operating cash flows in order to enable the group and the company to operate as going concerns and (b) the group's ability to generate sufficient revenue and operating cash flows in respect of the asset impairment assessment such that the recoverable amount is not lower than the carrying amount of the property, plant and equipment and goodwill of the group.

Management is of the view that the going concern assumption continues to be appropriate and additional provision for impairment loss on the property, plant and equipment and goodwill is not required based on the management financial forecast and projections prepared using the following key assumptions:

- Successful production and sale of the new embedded Printed Circuit Board ("PCB") products which is expected to generate sufficient revenue and cash flows to supplement the existing business revenue and cash flow;

- Ability of the group to continue to generate sufficient cash flow from its future operations with an improvement in economic conditions in order to meet its day-to-day expenditure;

- Continued revolving credit facilities from the group's lenders to be available over the next twelve months; and

- There is no cash outflow required within the next 12 months even if Hongta were to exercise the option to put the shares of the subsidiary as disclosed in Note 19 of the financial statements.

Should the group and company be unable to continue in operational existence in the foreseeable future, the group and the company may be required to realise its assets and extinguish its liabilities other than in the normal course of business and at amounts other than in the amounts which they are currently recorded in the statements of financial position.

In addition, the group and company may have to provide for additional impairment loss for the property, plant and equipment and goodwill, provide for further liabilities that may arise and to reclassify non-current assets and liabilities to current. No adjustments have been made in the financial statements in respect of this.

The consolidated financial statements of the group and the statement of financial position and statement of changes in equity of the company for the year ended December 31, 2013 were authorised for issue by the Board of Directors on March 27, 2014.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

BASIS OF ACCOUNTING - The financial statements have been prepared in accordance with the historical cost basis, except as disclosed in the accounting policies below, and are drawn up in accordance with the provisions of the Singapore Companies Act and Singapore Financial Reporting Standards ("FRS").

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the group takes into account the characteristics of the asset or liability which market participants would take into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these consolidated financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of FRS 102, leasing transactions that are within the scope of FRS 17, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in FRS 2 or value in use in FRS 36.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

ADOPTION OF NEW AND REVISED FINANCIAL REPORTING STANDARDS – On January 1, 2013, the group adopted all the new and revised FRSs and Interpretations of FRS ("INT FRS") that are effective from that date and are relevant to its operations. The adoption of these new/revised FRSs and INT FRSs does not result in changes to the group's and company's accounting policies and has no material effect on the amounts reported for the current or prior years.

At the date of authorisation of these financial statements, the following FRSs and amendments to FRS that are relevant to the group and company were issued but not effective:

- FRS 27 (Revised) *Separate Financial Statements*
- FRS 28 (Revised) *Investments in Associates and Joint Ventures*
- FRS 110 *Consolidated Financial Statements*
- FRS 111 *Joint Arrangements*
- FRS 112 *Disclosure of Interests in Other Entities*
- Amendments to FRS 110 *Consolidated Financial Statements – Investment Entities*
- FRS 110, FRS 111, FRS 112 *Transition Guidance*
- Amendments to FRS 32 *Financial Instruments: Presentation*
- Amendments to FRS 36 *Impairment of Assets*

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont'd)

Consequential amendments were also made to various standards as a result of these new/revised standards.

The management anticipates that the adoption of the above FRSs and amendments to FRS in future periods will not have a material impact on the financial statements of the group and of the company in the period of their initial adoption except for the following:

FRS 112 *Disclosure of Interests in Other Entities*

FRS 112 requires an entity to provide more extensive disclosures regarding the nature of and risks associated with its interest in subsidiaries, associates, joint arrangements and unconsolidated structured entities.

FRS 112 will take effect from financial years beginning on or after January 1, 2014, and the group is currently estimating the extent of additional disclosures needed.

BASIS OF CONSOLIDATION - The consolidated financial statements incorporate the financial statements of the company and entities (including special purpose entities) controlled by the company (its subsidiaries). Control is achieved where the company has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities.

The results of subsidiaries acquired or disposed of during the year are included in the consolidated profit and loss statement from the effective date of acquisition or up to the effective date of disposal, as appropriate.

Where necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with those used by other members of the group.

All intra-group transactions, balances, income and expenses are eliminated on consolidation.

Non-controlling interests in subsidiaries are identified separately from the group's equity therein. The interest of non-controlling shareholders that are present ownership interests and entitle their holders to a proportionate share of the entity's net assets in the event of liquidation may be initially measured (at date of original business combination) either at fair value or at the non-controlling interests' proportionate share of the fair value of the acquiree's identifiable net assets. The choice of measurement basis is made on an acquisition-by-acquisition basis. Other types of non-controlling interests are measured at fair value or, when applicable, on the basis specified in another FRS. Subsequent to acquisition, the carrying amount of non-controlling interests is the amount of those interests at initial recognition plus the non-controlling interests' share of subsequent changes in equity. Total comprehensive income is attributed to non-controlling interests even if this results in the non-controlling interests having a deficit balance.

Changes in the group's interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions. The carrying amounts of the group's interests and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiary. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributed to owners of the company.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont'd)

When the group loses control of a subsidiary, the profit or loss on disposal is calculated as the difference between (i) the aggregate of the fair value of the consideration received and the fair value of any retained interest and (ii) the previous carrying amount of the assets (including goodwill) and liabilities of the subsidiary and any non-controlling interests. Amounts previously recognised in other comprehensive income in relation to the subsidiary are accounted for (i.e. reclassified to profit or loss or transferred directly to retained earnings) in the same manner as would be required if the relevant assets or liabilities were disposed of. The fair value of any investment retained in the former subsidiary at the date when control is lost is regarded as the fair value on initial recognition for subsequent accounting under FRS 39 *Financial Instruments: Recognition and Measurement* or, when applicable, the cost on initial recognition of an investment in an associate or jointly controlled entity.

In the company's financial statements, investments in subsidiaries are carried at cost less any impairment in net recoverable value that has been recognised in profit or loss.

BUSINESS COMBINATIONS - Acquisitions of subsidiaries and businesses are accounted for using the acquisition method. The consideration for each acquisition is measured at the aggregate of the acquisition date fair values of assets given, liabilities incurred by the group to the former owners of the acquiree, and equity interests issued by the group in exchange for control of the acquiree. Acquisition-related costs are recognised in profit or loss as incurred.

Where applicable, the consideration for the acquisition includes any asset or liability resulting from a contingent consideration arrangement, measured at its acquisition-date fair value. Subsequent changes in such fair values are adjusted against the cost of acquisition where they qualify as measurement period adjustments (see below). The subsequent accounting for changes in the fair value of the contingent consideration that do not qualify as measurement period adjustments depends on how the contingent consideration is classified. Contingent consideration that is classified as equity is not remeasured at subsequent reporting dates and its subsequent settlement is accounted for within equity. Contingent consideration that is classified as an asset or a liability is remeasured at subsequent reporting dates in accordance with FRS 39 *Financial Instruments: Recognition and Measurement*, or FRS 37 *Provisions, Contingent Liabilities and Contingent Assets*, as appropriate, with the corresponding gain or loss being recognised in profit or loss.

Where a business combination is achieved in stages, the group's previously held interests in the acquired entity are remeasured to fair value at the acquisition date (i.e. the date the group attains control) and the resulting gain or loss, if any, is recognised in profit or loss. Amounts arising from interests in the acquiree prior to the acquisition date that have previously been recognised in other comprehensive income are reclassified to profit or loss, where such treatment would be appropriate if that interest were disposed of.

The acquiree's identifiable assets, liabilities and contingent liabilities that meet the conditions for recognition under the FRS are recognised at their fair value at the acquisition date, except that:

- deferred tax assets or liabilities and liabilities or assets related to employee benefit arrangements are recognised and measured in accordance with FRS 12 *Income Taxes* and FRS 19 *Employee Benefits* respectively;

- liabilities or equity instruments related to share-based payment transactions of the acquiree or the replacement of an acquiree's share-based payment awards transactions with share-based payment awards transactions of the acquirer in accordance with the method in FRS 102 *Share-based Payment* at the acquisition date; and

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont'd)

- assets (or disposal groups) that are classified as held for sale in accordance with FRS 105 *Non-current Assets Held for Sale and Discontinued Operations* are measured in accordance with that standard.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the group reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted during the measurement period (see below), or additional assets or liabilities are recognised, to reflect new information obtained about facts and circumstances that existed as of the acquisition date that, if known, would have affected the amounts recognised as of that date.

The measurement period is the period from the date of acquisition to the date the group obtains complete information about facts and circumstances that existed as of the acquisition date - and is subject to a maximum of one year from acquisition date.

The accounting policy for initial measurement of non-controlling interests is described above.

FINANCIAL INSTRUMENTS - Financial assets and financial liabilities are recognised on the group's and company's statements of financial position when the group and the company becomes a party to the contractual provisions of the instrument.

Effective interest method

The effective interest method is a method of calculating the amortised cost of a financial instrument and of allocating interest income or expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts or payments through the expected life of the financial instrument, or where appropriate, a shorter period. Income and expense is recognised on an effective interest basis for debt instruments other than those financial instruments "at fair value through profit or loss".

Financial assets

All financial assets are recognised and de-recognised on a trade date where the purchase or sale of an investment is under a contract whose terms require delivery of the investment within the timeframe established by the market concerned, and are initially measured at fair value, plus transaction costs except for those financial assets classified as at fair value through profit or loss which are initially measured at fair value.

Financial assets are classified into the following specified categories: financial assets "at fair value through profit or loss", "held-to-maturity investments", "available-for-sale" financial assets and "loans and receivables". The classification depends on the nature and purpose of financial assets and is determined at the time of initial recognition.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont'd)

Financial assets at fair value through profit or loss ("FVTPL")

Financial assets are classified as at FVTPL where the financial asset is either held for trading or it is designated as at FVTPL.

A financial asset is classified as held for trading if:

- it has been acquired principally for the purpose of selling in the near future; or
- it is a part of an identified portfolio of financial instruments that the group manages together and has a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument.

A financial asset other than a financial asset held for trading may be designated as at FVTPL upon initial recognition if:

- such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise; or
- the financial asset forms part of a group of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, in accordance with the group's documented risk management or investment strategy, and information about the grouping is provided internally on that basis; or
- it forms part of a contract containing one or more embedded derivatives, and FRS 39 *Financial Instruments: Recognition and Measurement* permits the entire combined contract (asset or liability) to be designated as at FVTPL.

Financial assets at fair value through profit or loss are stated at fair value, with any resultant gain or loss recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any dividend or interest earned on the financial asset and is included in 'other gains and losses' line in the consolidated statement of profit or loss and other comprehensive income. Fair value is determined in the manner described in Note 4.

Loans and receivables

Trade and other receivables that have fixed or determinable payments that are not quoted in an active market are classified as "loans and receivables". Loans and receivables are measured at amortised cost using the effective interest method less impairment. Interest is recognised by applying the effective interest method, except for short-term receivables when the recognition of interest would be immaterial.

Impairment of financial assets

Financial assets, other than those at fair value through profit or loss, are assessed for indicators of impairment at the end of each reporting period. Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows of the financial asset have been impacted.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont'd)

For financial assets carried at amortised cost, the amount of the impairment is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the original effective interest rate. The carrying amount of the financial asset is reduced by the impairment loss directly for all financial assets with the exception of trade and other receivables where the carrying amount is reduced through the use of an allowance account. When a receivable is uncollectible, it is written off against the allowance account. Subsequent recoveries of amounts previously written off are credited against the allowance amount. Changes in the carrying amount of the allowance account are recognised in profit or loss.

If in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment loss was recognised, the previously recognised impairment loss is reversed through profit or loss to the extent the carrying amount of the investment at the date the impairment is reversed does not exceed what the amortised cost would have been had the impairment not been recognised.

Derecognition of financial assets

The group derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the group recognises its retained interest in the assets and an associated liability for amounts it may have to pay. If the group retains substantially all the risks and rewards of ownership of a transferred financial asset, the group continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

Financial liabilities and equity instruments

Classification as debt or equity

Financial liabilities and equity instruments issued by the group are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of the group after deducting all of its liabilities. Equity instruments are recorded at the proceeds received, net of direct issue costs.

Financial liabilities

Trade and other payables are initially measured at fair value, net of transaction costs, and are subsequently measured at amortised cost, using the effective interest method, with interest expense recognised on an effective yield basis.

Interest-bearing bank loans and overdrafts are initially measured at fair value, and are subsequently measured at amortised cost, using the effective interest method. Any difference between the proceeds (net of transaction costs) and the settlement or redemption of borrowings is recognised over the term of the borrowings in accordance with the group's accounting policy.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont'd)

Derecognition of financial liabilities

The group derecognises financial liabilities when, and only when, the group's obligations are discharged, cancelled or expired.

Derivative financial instruments

The group enters into a variety of derivative financial instruments to manage its exposure to foreign exchange rate risk, including foreign exchange forward contracts. Further details of derivative financial instruments are disclosed in Note 32 to the financial statements.

Derivatives are initially recognised at fair value at the date a derivative contract is entered into and are subsequently remeasured to their fair value at the end of each reporting period. The resulting gain or loss is recognised in the profit or loss immediately, except for those designated as hedging instruments.

LEASES - Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

The group as lessee

Assets held under finance leases are recognised as assets of the group at their fair value at the inception of the lease or, if lower, at the present value of the minimum lease payments. The corresponding liability to the lessor is included in the statement of financial position as a finance lease obligation. Lease payments are apportioned between finance charges and reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are charged directly to profit or loss, unless they are directly attributable to qualifying assets, in which case they are capitalised in accordance with the group's general policy on borrowing costs (see below). Contingent rentals are recognised as expenses in the periods in which they are incurred.

Rentals payable under operating leases are charged to profit or loss on a straight-line basis over the term of the relevant lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased assets are consumed. Contingent rentals arising under operating leases are recognised as an expense in the period in which they are incurred.

In the event that lease incentives are received to enter into operating leases, such incentives are recognised as a liability. The aggregate benefit of incentives is recognised as a reduction of rental expense on a straight-line basis, except where another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed.

NON-CURRENT ASSETS HELD FOR SALE - Non-current assets and disposal groups are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only when the sale is highly probable and the asset (or disposal group) is available for immediate sale in its present condition. Management must be committed to the sale, which should be expected to qualify for recognition as a completed sale within one year from the date of classification.

When the group is committed to a sale plan involving loss of control of a subsidiary, all of the assets and liabilities of that subsidiary are classified as held for sale when the criteria described above are met, regardless of whether the group will retain a non-controlling interest in its former subsidiary after the sale.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont'd)

Non-current assets (and disposal groups) classified as held for sale are measured at the lower of their previous carrying amount and fair value less costs to sell.

INVENTORIES - Inventories are measured at the lower of cost (weighted average method) and net realisable value. Costs comprise direct materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing the inventories to their present location and condition. Net realisable value represents the estimated selling price less all estimated costs of completion and costs to be incurred in marketing, selling and distribution.

PROPERTY, PLANT AND EQUIPMENT - Property, plant and equipment are carried at cost less accumulated depreciation and any accumulated impairment loss where the recoverable amount of the asset is estimated to be lower than its carrying amount.

Freehold land is carried at cost less any impairment loss.

Depreciation is charged so as to write off the cost of assets over their estimated useful lives, using the straight-line method, on the following bases:

Leasehold buildings and improvement	-	5 to 74 years
Fixtures and equipment	-	5 years
Plant and machinery	-	5 to 10 years
Motor vehicles	-	10 years

Depreciation is not provided on freehold land and construction-in-progress.

The estimated useful lives, residual values and depreciation method are reviewed at each year end, with the effect of any changes in estimate accounted for on a prospective basis.

Assets held under finance leases are depreciated over their expected useful lives on the same basis as owned assets or, where shorter, the term of the relevant leases.

The gain or loss arising on disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amounts of the asset and is recognised in profit or loss.

Fully depreciated assets still in use are retained in the financial statements.

GOODWILL - Goodwill arising in a business combination is recognised as an asset at the date that control is acquired (the acquisition date). Goodwill is measured as the excess of the sum of the consideration transferred, the amount of any non-controlling interest in the acquiree and the fair value of the acquirer's previously held equity interest (if any) in the entity over net of the acquisition-date amounts of the identifiable assets acquired and the liabilities assumed.

If, after reassessment, the group's interest in the fair value of the acquiree's identifiable net assets exceeds the sum of the consideration transferred, the amount of any non-controlling interest in the acquiree and the fair value of the acquirer's previously held equity interest in the acquiree (if any), the excess is recognised immediately in profit or loss as a bargain purchase gain.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont'd)

Goodwill is not amortised but is reviewed for impairment at least annually. For the purpose of impairment testing, goodwill is allocated to each of the group's cash-generating units expected to benefit from the synergies of the combination. Cash-generating units to which goodwill has been allocated are tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash-generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro-rata on the basis of the carrying amount of each asset in the unit. An impairment loss recognised for goodwill is not reversed in a subsequent period.

On disposal of a subsidiary or the relevant cash generating unit, the attributable amount of goodwill is included in the determination of the profit or loss on disposal.

LAND USE RIGHTS - Leasehold land premiums are up-front payments to acquire long term interest in lessee-occupied properties. The premiums are stated at cost and are amortised over the period of the lease of 50 years on a straight-line basis to the profit or loss.

IMPAIRMENT OF ASSETS (EXCLUDING GOODWILL) - At the end of each reporting period, the group reviews the carrying amounts of its assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the group estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

Where an impairment loss subsequently reverses, the carrying amount of the asset (cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

ASSOCIATE - An associate is an entity over which the group has significant influence and that is neither a subsidiary nor an interest in a joint venture. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies.

The results and assets and liabilities of associates are incorporated in these financial statements using the equity method of accounting, except when the investment is classified as held for sale, in which case it is accounted for under FRS 105 *Non-current Assets Held for Sale and Discontinued Operations*. Under the equity method, investments in associates are carried in the consolidated statement of financial position at cost as adjusted for post-acquisition changes in the group's share of the net assets of the associate, less any impairment in the value of individual investments. Losses of an associate in excess of the group's interest in that associate (which includes any long-term interests that, in substance, form part of the group's net investment in the associate) are not recognised, unless the group has incurred legal or constructive obligations or made payments on behalf of the associate.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont'd)

Any excess of the cost of acquisition over the group's share of the net fair value of the identifiable assets, liabilities and contingent liabilities of the associate recognised at the date of acquisition is recognised as goodwill. The goodwill is included within the carrying amount of the investment and is assessed for impairment as part of the investment. Any excess of the group's share of the net fair value of the identifiable assets, liabilities and contingent liabilities over the cost of acquisition, after reassessment, is recognised immediately in profit or loss.

Where a group entity transacts with an associate of the group, profits and losses are eliminated to the extent of the group's interest in the relevant associate.

PROVISIONS - Provisions are recognised when the group has a present obligation (legal or constructive) as a result of a past event, it is probable that the group will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

REVENUE RECOGNITION - Revenue is measured at the fair value of the consideration received or receivable. Revenue is reduced for estimated customer rebates and other similar allowances.

Rendering of services

Revenue from provision of services for short duration is recognised when the services have been rendered.

Dividend income

Dividend income from investments is recognised when the shareholders' rights to receive payment have been established.

Interest income

Interest income is accrued on a time proportionate basis, by reference to the principal outstanding and at the interest rate applicable.

BORROWING COSTS - Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont'd)

RETIREMENT BENEFIT COSTS - Payments to defined contribution retirement benefit plans are charged as an expense as they fall due. Payments made to state-managed retirement benefit schemes, such as the Singapore Central Provident Fund, are dealt with as payments to defined contribution plans where the group's obligations under the plans are equivalent to those arising in a defined contribution retirement benefit plan.

INCOME TAX - Income tax expense represents the sum of the tax currently payable and deferred tax.

The tax currently payable is based on taxable profit for the year. Taxable profit differs from profit as reported in the profit or loss because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are not taxable or tax deductible. The group's liability for current tax is calculated using tax rates (and tax laws) that have been enacted or substantively enacted in countries where the company and subsidiaries operate by the end of the reporting period.

Deferred tax is recognised on the differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and are accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

Deferred tax liabilities are recognised for taxable temporary differences arising on investments in subsidiaries and associate except where the group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset realised based on the tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. Deferred tax is charged or credited to profit or loss, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the group intends to settle its current tax assets and liabilities on a net basis.

Current and deferred tax are recognised as an expense or income in profit or loss, except when they relate to items credited or debited outside profit or loss (either in other comprehensive income or directly in equity), in which case the tax is also recognised outside profit or loss (either in other comprehensive income or directly in equity, respectively), or where they arise from the initial accounting for a business combination. In the case of a business combination, the tax effect is taken into account in calculating goodwill or determining the excess of the acquirer's interest in the net fair value of the acquiree's identifiable assets, liabilities and contingent liabilities over cost.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont'd)

FOREIGN CURRENCY TRANSACTIONS AND TRANSLATION - The individual financial statements of each group entity are measured and presented in the currency of the primary economic environment in which the entity operates (its functional currency). The functional currency of the company is Chinese Renminbi.

The consolidated financial statements of the group and the statement of financial position and statement of changes in equity of the company are presented in Singapore dollar. The choice of presentation currency is to present the consolidated financial statements in a currency that is more relevant and useful to its stakeholders, the majority who are based in Singapore.

In preparing the financial statements of the individual entities, transactions in currencies other than the entity's functional currency are recorded at the rates of exchange prevailing on the date of the transaction. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing on the end of the reporting period. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing on the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences arising on the settlement of monetary items, and on retranslation of monetary items are included in profit or loss for the period. Exchange differences arising on the retranslation of non-monetary items carried at fair value are included in profit or loss for the period except for differences arising on the retranslation of non-monetary items in respect of which gains and losses are recognised in other comprehensive income. For such non-monetary items, any exchange component of that gain or loss is also recognised in other comprehensive income.

For the purpose of presenting consolidated financial statements, the assets and liabilities of the group's foreign operations (including comparatives) are expressed in Singapore dollars using exchange rates prevailing at the end of the reporting period. Income and expense items (including comparatives) are translated at the average exchange rates for the period, unless exchange rates fluctuated significantly during that period, in which case the exchange rates at the dates of the transactions are used. Exchange differences arising, if any, are recognised in other comprehensive income and accumulated in the group's translation reserve.

On consolidation, exchange differences arising from the translation of the net investment in foreign entities (including monetary items that, in substance, form part of the net investment in foreign entities), and of borrowings and other currency instruments designated as hedges of such investments, are recognised in other comprehensive income and accumulated in the foreign currency translation reserve.

Goodwill and fair value adjustments arising on the acquisition of a foreign operation are treated as assets and liabilities of the foreign operation and translated at the closing rate.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont'd)

STATUTORY RESERVES - A subsidiary in Taiwan is required by established laws to set aside a certain percentage of its annual net profit after tax less prior years' losses, if any, as legal and special reserves until the accumulated reserves have reached an amount equal to the subsidiary's paid up capital. These reserves can be used to offset accumulated losses. They may be transferred to capital when these reserves have reached a level equivalent to a certain percentage of the subsidiary's paid-up capital.

Pursuant to relevant laws and regulations in the PRC applicable to foreign investment enterprises and the Articles of Association of the PRC subsidiaries, the subsidiaries are required to maintain three statutory reserves, being a statutory surplus reserve fund, an enterprise fund and a staff welfare and bonus fund. Appropriations to such reserves are made out of profit after taxation of the statutory financial statements of the subsidiary. The subsidiaries are required to transfer 10% of its profit after taxation as reported in its PRC statutory financial statements to the statutory surplus reserve fund until the balance reach 50% of its registered capital. The statutory surplus reserve fund can be used to make up prior year losses incurred and, with approval from relevant government authority, to increase capital.

The subsidiaries are also required to make appropriation from profit after taxation as reported in the PRC statutory financial statements to the enterprise expansion fund at rates determined by the Board of Directors. The enterprise expansion fund, subject to approval by relevant government authority, may also be used to increase capital.

CASH AND CASH EQUIVALENTS - Cash and cash equivalents comprise cash and bank balances and bank deposits, and are subject to an insignificant risk of changes in value.

3 CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the group's accounting policies, which are described in Note 2 to the financial statements, management is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Critical judgements in applying the entity's accounting policies

In the application of the group's accounting policies, which are described in Note 2, the following are the critical judgements, apart from those involving estimations (see below), that management has made that have a significant effect on the amounts recognised in the consolidated financial statements.

a) Going concern assumption

As highlighted in Note 1 to the financial statements, management has prepared the financial statements on a going concern basis as management is of the view that it will be able to generate operating cash flows from the successful production and sale of the new embedded PCB products and future operations and to obtain continued financing from lenders in order to able to meet its liabilities as and when they fall due.

3 CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY (cont'd)

Critical judgements in applying the entity's accounting policies (cont'd)

b) Accounting for right granted under Sale and Purchase agreement

As highlighted in Note 19 to the financial statements, as part of the company's divestment of 19.5% equity interest of a subsidiary group, the company has granted a third party ("Hongta") the option to require the company to purchase back its investment at the end of the 5 year period ending October 2015 if this subsidiary group did not achieve a certain stipulated milestone. The consideration payable at the end of the vesting period if the milestone is not met is estimated to be RMB102.5 million ($20.1 million).

Management has exercised its judgment in assessing the probability of Hongta exercising the option to require the company to buy back the 19.5% equity interest of a subsidiary and have estimated a provision of $10.5 million (2012 : $9.7 million) for loss on share buy-back. The amount represents the shortfall between the consideration payable and the 19.5% net asset value of the subsidiary group.

Key sources of estimation uncertainty

The key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the reporting period, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are discussed below:

a) Allowance for doubtful receivables

The policy for allowance of doubtful receivables of the group is based on the evaluation of collectibility and aging analysis of accounts and on management's judgement based on past experience. A considerable amount of estimation is required in assessing the ultimate realisation of these receivables, including the current creditworthiness and the past collection history of each customer. The carrying amount of trade receivables at the end of the reporting period is disclosed in Note 8 to the financial statements.

b) Allowance for inventories

In determining the net realisable value of the group inventories, an estimation of the recoverable amount of inventories on hand is performed based on the most reliable evidence available at the time the estimates are made. These estimates made by management take into consideration the fluctuations of price or cost, or any inventories on hand that may not be realised, directly relating to events occurring after the end of the period to the extent that such events confirm conditions existing at the end of the period. The carrying amount of inventories at the end of the reporting period is disclosed in Note 10 to the financial statements.

3 CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY (cont'd)

Key sources of estimation uncertainty (cont'd)

c) Impairment of goodwill

Determining whether goodwill is impaired requires an estimation of the value in use of the cash-generating units to which goodwill has been allocated. The value-in-use calculation requires the entity to estimate the future cash flows expected to arise from the cash-generating unit and a suitable discount rate in order to calculate present value. Based on the recoverable amounts determined from the value-in-use calculations, management concluded that there is no impairment charge required in respect of goodwill associated with the China cash-generating unit. Management has impaired the goodwill of $2.1 million for the year ended December 31, 2013 attributed to the laser drilling business, as the group is no longer expected to derive any future economic benefits from the laser drilling business. The carrying amount of goodwill at the end of the reporting period is disclosed in Note 16 to the financial statements.

d) Impairment of property, plant and equipment

The group assesses annually whether property, plant and equipment have any indication of impairment in accordance with the accounting policy. The recoverable amounts of property, plant and equipment have been determined based on value-in-use calculations in (c) above. These calculations require the use of judgement and estimates on the future cash flows expected to arise from the cash-generating units and a suitable discount rate in order to calculate present value. The management has estimated future cash flows based on the assumption that the group is able to successfully produce and sell the new embedded PCB products and to continue generating revenue from the existing business. Actual revenue generated may be lower than management projection. Based on the recoverable amounts determined, management concluded that there is no additional impairment charge required in respect of property, plant and equipment during the year. The carrying amount of property, plant and equipment at the end of the reporting period is disclosed in Note 15 to the financial statements.

e) Impairment for investments in subsidiaries and associate

Determining whether investments in subsidiaries and associate are impaired requires an estimation of the recoverable amount of the investment in subsidiaries and associate as at end of the reporting period. Management has estimated the recoverable amount based on the same value-in-use calculations in (c) above. The value-in-use calculations require the company to estimate the future cash flows expected to arise from the cash-generating units and a suitable discount rate in order to calculate present value. The carrying amounts of the company's investments in subsidiaries and the group's investment in associate are disclosed in Notes 13 and 14 to the financial statements respectively.

4 FINANCIAL INSTRUMENTS, FINANCIAL RISKS AND CAPITAL RISKS MANAGEMENT

(a) Categories of financial instruments

The following table sets out the financial instruments as at the end of the reporting period:

	Group		Company	
	2013	2012	2013	2012
	$'000	$'000	$'000	$'000
Financial assets				
Loans and receivables (including cash and bank balances)	43,123	47,219	10,049	8,040
Derivative financial instruments	459	254	–	–
Financial liabilities				
Payables and borrowings at amortised cost	63,058	74,948	37,412	32,533

(b) Financial risk management policies and objectives

The management of the group monitors and manages the financial risks relating to the operations of the group to ensure appropriate measures are implemented in a timely and effective manner. These risks include market risk (including currency risk and interest rate risk), credit risk and liquidity risk.

Market risk

The group's activities are exposed primarily to the financial risks of changes in foreign currency exchange rates and interest rates. Management monitors risks associated with changes in foreign currency exchange rates and interest rates and will consider appropriate measures should the need arise.

There has been no significant change to the group's exposure to market risk or the manner in which it manages and measures the risk.

4 FINANCIAL INSTRUMENTS, FINANCIAL RISKS AND CAPITAL RISKS MANAGEMENT (cont'd)

(b) Financial risk management policies and objectives (cont'd)

Foreign currency risk management

The group transacts business in various foreign currencies, including the United States dollar and Singapore dollar and therefore is exposed to foreign exchange risk.

The carrying amounts of monetary assets and monetary liabilities denominated in currencies other than the respective group entities' functional currencies at the end of the reporting period are as follows:

	Liabilities		Assets	
	2013	2012	2013	2012
	$'000	$'000	$'000	$'000
Group				
United States dollar	15,089	16,963	15,657	21,291
Singapore dollar	13,158	18,482	212	119
Company				
United States dollar	13,477	3,147	267	7,859
Singapore dollar	13,158	18,482	203	119

The group manages its foreign exchange exposure by matching revenue and costs in the relevant currencies to create a natural hedge and also through active currency management using derivatives such as forward currency exchange contracts where necessary. Further details on the forward foreign currency exchange contracts are disclosed in Note 32 to the financial statements.

The company has a number of investments in foreign subsidiaries, whose net assets are exposed to currency translation risk. No hedge has been taken up to mitigate this exposure as it does not impact cash flows.

4 FINANCIAL INSTRUMENTS, FINANCIAL RISKS AND CAPITAL RISKS MANAGEMENT (cont'd)

(b) Financial risk management policies and objectives (cont'd)

Foreign currency sensitivity

The following table details the sensitivity to a 5% fluctuation in foreign currencies against the functional currencies of the respective entities. 5% is the sensitivity rate used when reporting foreign currency risk internally to key management personnel and represents management's assessment of the possible change in foreign exchange rates. The sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the end of the reporting period end for a 5% change in foreign currency rates. The sensitivity analysis includes external loans as well as loans to foreign operations within the group where the denomination of the loan is in a currency other than the currency of the lender or the borrower.

If the relevant foreign currency strengthens against functional currencies of the respective entities by 5% (2012 : 5%) with all other variables held constant, loss will decrease (increase) by:

	United States dollar		Singapore dollar	
	2013	2012	2013	2012
	$'000	$'000	$'000	$'000
Group				
Loss for the year	28	216	(647)	(918)
Company				
Loss for the year	(661)	236	(648)	(918)

There will be a similar and corresponding opposite impact if the relevant foreign currency weakens against functional currencies of the respective entities by 5% (2012 : 5%).

This is mainly attributable to the exposure outstanding on receivables and payables at the end of the reporting period in the group.

In management's opinion, the sensitivity analysis is unrepresentative of the inherent foreign exchange risk as the year end exposure does not reflect the exposure during the year. The foreign currency denominated sales and purchases are seasonal and can vary over time subject to the demands of the market.

Interest rate risk management

Summary quantitative data of the group's interest-bearing financial instruments can be found in the liquidity and interest risk analyses below. The group's policy is to maintain cash and cash equivalents with reputable financial institutions.

The group and company has borrowings at variable rates totalling $1,827,000 (2012 : $8,884,000) and $41,000 (2012 : $105,000) respectively and is therefore exposed to interest rate risks arising from the variability of cash flows.

The group holds fixed-rate and variable-rate debt instruments which expose it to interest rate risks arising from changes in fair value and variability of cash flows respectively.

4 FINANCIAL INSTRUMENTS, FINANCIAL RISKS AND CAPITAL RISKS MANAGEMENT (cont'd)

(b) Financial risk management policies and objectives (cont'd)

Interest rate sensitivity

The sensitivity analyses below have been determined based on the exposure to interest rates for both derivatives and non-derivative instruments at the end of the reporting period and the stipulated change taking place at the beginning of the financial year and held constant throughout the reporting period in the case of instruments that have floating rates. A 100 basis point increase or decrease is used when reporting interest rate risk internally to key management personnel and represents management's assessment of the possible change in interest rates.

If interest rates had been 100 basis points higher or lower and all other variables were held constant, the group's loss for the year ended December 31, 2013 would increase/decrease by $18,000 (2012 : loss for the year increase/decrease by $88,000), and the company's loss for the year ended December 31, 2013 would increase/decrease by $410 (2012 : loss for the year increase/decrease by $1,000). This is mainly attributable to the group's and company's exposure to interest rates on its variable rate borrowings.

Credit risk management

Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in financial loss to the group. The group has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral where appropriate, as a means of mitigating the risk of financial loss from defaults. The group's exposure and the creditworthiness of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties. Credit exposure is controlled by the counterparty limits that are reviewed and approved by management annually.

The top 3 customers of the group accounted for approximately 56% (2012 : 51%) of the total revenue of the group in 2013. Ongoing credit evaluation is performed on the financial condition of accounts receivables.

Other than the top 3 customers, the group does not have any significant credit risk exposure to any single counterparty or any group of counterparties having similar characteristics. The credit risk on liquid funds and derivative financial instruments is limited because the counterparties are banks with high credit-ratings assigned by international credit-rating agencies.

The company's other receivables are mainly due from subsidiaries. The company has not recognised any allowance as management is of the view that these receivables are recoverable.

The carrying amount of financial assets recorded in the financial statements, grossed up for any allowances for losses, represents the group's maximum exposure to credit risk without taking account of the value of any collateral obtained.

Further details of credit risks on trade and other receivables are disclosed in Notes 8 and 9 to the financial statements respectively.

4 FINANCIAL INSTRUMENTS, FINANCIAL RISKS AND CAPITAL RISKS MANAGEMENT (cont'd)

(b) Financial risk management policies and objectives (cont'd)

Liquidity risk management

The group is in a net current asset position of $6,227,000 (2012: net current liabilities position of $494,000) and the company is in a net current liabilities position of $16,357,000 (2012 : $13,703,000) respectively as at December 31, 2013. Liquidity risk is managed by matching the payment and receipt cycle and by obtaining continual revolving credit facilities from financial institutions (Note 20) to fund its working capital requirements.

Undrawn credit facilities are disclosed in Note 20 to the financial statements.

Liquidity and interest risk analyses

Non-derivative financial liabilities

The following tables detail the remaining contractual maturity for non-derivative financial liabilities. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the group and company can be required to pay. The table includes both interest and principal cash flows. The adjustment column represents the possible future cash flows attributable to the instrument included in the maturity analysis which is not included in the carrying amount of the financial liabilities on the statements of financial position.

	Effective interest rate	On demand or within 1 year	Within 2 to 5 years	Adjustment	Total
	%	$'000	$'000	$'000	$'000
Group					
2013					
Non-interest bearing	–	35,158	3,117	–	38,275
Variable interest rate instruments	2.7–6.0	1,110	748	(31)	1,827
Fixed interest rate instruments	4.5–6.6	10,005	13,617	(716)	22,906
Finance lease liability (fixed rate)	8.0	29	23	(2)	50
		46,302	17,505	(749)	63,058
2012					
Non-interest bearing	–	39,319	3,118	–	42,437
Variable interest rate instruments	2.7–6.1	6,020	2,966	(102)	8,884
Fixed interest rate instruments	3.6–6.1	8,397	14,391	(695)	22,093
Finance lease liability (fixed rate)	6.0–9.0	1,110	515	(91)	1,534
		54,846	20,990	(888)	74,948

4 FINANCIAL INSTRUMENTS, FINANCIAL RISKS AND CAPITAL RISKS MANAGEMENT (cont'd)

(b) Financial risk management policies and objectives (cont'd)

	Effective interest rate	On demand or within 1 year	Within 2 to 5 years	Adjustment	Total
	%	$'000	$'000	$'000	$'000
Company					
2013					
Non-interest bearing	–	26,376	3,117	–	29,493
Variable interest rate instruments	5.6–6.0	41	–	–	41
Fixed interest rate instruments	4.5	–	8,233	(355)	7,878
		26,417	11,350	(355)	37,412
2012					
Non-interest bearing	–	21,696	3,118	–	24,814
Variable interest rate instruments	5.6–6.0	59	49	(3)	105
Fixed interest rate instruments	4.5	–	7,957	(343)	7,614
		21,755	11,124	(346)	32,533

Non-derivative financial assets

Other than the other receivables of the group amounting to $1,244,000 (2012 : $1,341,000) due within 2 to 5 years which are non-interest bearing, the non-derivative financial assets of the group and company are all on demand or due within 1 year.

Derivative financial instruments

The derivative financial instruments are all due within 12 months and the maturity analysis is disclosed in Note 32 to the financial statements.

4 FINANCIAL INSTRUMENTS, FINANCIAL RISKS AND CAPITAL RISKS MANAGEMENT (cont'd)

(b) Financial risk management policies and objectives (cont'd)

Fair value of financial assets and financial liabilities

The group and company determine fair values of various financial assets and financial liabilities in the following manner:

Fair value of the financial assets and financial liabilities that are measured at fair value on a recurring basis

Some of the group and company's financial assets and financial liabilities are measured at fair value at the end of each reporting period. The following table gives information about how the values of these financial assets and financial liabilities are determined (in particular, the valuation technique(s) and input(s) used).

Group

Financial assets/ financial liabilities	Fair value as at ($'000)				Fair value hierar-chy	Valuation technique(s) and key input(s)	Significant unobservable input(s)	Relationship of unobservable inputs to fair value
	2013		2012					
	Assets	Liabilities	Assets	Liabilities				
Derivative financial instruments (see Note 32)								
Foreign currency forward contracts	459	–	254	–	Level 2	Discounted cash flow. Future cash flows are estimated based on forward exchange rates (from observable forward exchange rates at the end of the reporting period) and contract forward rates, discounted at a rate that reflects the credit risk of various counterparties.	N/A	N/A

4 FINANCIAL INSTRUMENTS, FINANCIAL RISKS AND CAPITAL RISKS MANAGEMENT (cont'd)

(b) Financial risk management policies and objectives (cont'd)

Company

The company had no financial assets or liabilities carried at fair value in 2012 and 2013.

There were no significant transfers between Level 1 and Level 2 of the fair value hierarchy in the period.

(c) Capital risk management policies and objectives

The group manages its capital to ensure that entities in the group will be able to continue as going concerns while maximising the return to stakeholders through the optimisation of the debt and equity balance. The capital structure of the group consists of equity attributable to owners of the company, comprising issued capital and reserves.

The group monitors capital via the net gearing ratio which is calculated as the total bank borrowings less cash and cash equivalents divided by equity. Equity is the "equity attributable to owners of the company" as shown in the consolidated statement of financial position.

The group's management reviews the capital structure on an on-going basis. As a part of this review, the management considers the cost of capital and the risks associated with each class of capital. Based on recommendations of the management, the group will balance its overall capital structure through the payment of dividends, new share issues and share buy-backs as well as the issue of new debt or the redemption of existing debt.

The group's overall strategy remains unchanged from 2012.

5 RELATED PARTY TRANSACTIONS

Some of the company's transactions and arrangements are with related parties and the effect of these on the basis determined between the parties are reflected in these financial statements. The balances are unsecured, interest-free and repayable on demand unless stated otherwise.

During the year, the group entered into the following trading activities with a related party:

	Sales		**Amount owed by related party**	
	2013	**2012**	**2013**	**2012**
	$'000	**$'000**	**$'000**	**$'000**
Entity with common shareholder	90	153	–	62

Sales to a related party was made at the group's usual listing price. The amount outstanding is unsecured and will be settled in cash. No expense has been recognised in the period for bad or doubtful debts in respect of the amount owed by related parties.

The compensation of directors and key management personnel is disclosed in Note 30 to the financial statements.

6 CASH AND CASH EQUIVALENTS

	Group		Company	
	2013	2012	2013	2012
	$'000	$'000	$'000	$'000
Cash and bank balances	18,997	15,629	459	103
Bank deposits	–	1,766	–	–
	18,997	17,395	459	103

In 2012, the group placed two deposits amounting to $1,766,000 that bore interest income at SHIBOR (Shanghai Inter-bank Offer Rate) with a maturity of less than twelve months.

7 PLEDGED BANK DEPOSITS

As at December 31, 2013, the group has bank deposits amounting to $609,000 (2012 : $146,000) that are pledged to certain banks as security for banking facilities (Note 20). The deposits carry fixed interest rate at 5% (2012 : 5%) per annum with an original maturity of twelve months or less (2012 : twelve months or less).

8 TRADE RECEIVABLES

	Group	
	2013	2012
	$'000	$'000
Outside parties	22,947	34,372
Less: Allowance for doubtful debts	(387)	(5,961)
Net	22,560	28,411

Movement in the allowance for doubtful debts:

Balance at beginning of the year	5,961	5,710
Amounts written off during the year	(4,412)	–
(Decrease) Increase in allowance recognised in profit or loss	(1,162)	251
Balance at end of the year	387	5,961

Certain receivables from outside parties amounting to $550,000 (2012 : $5,799,000) are pledged to secure banking facilities (Note 20).

The credit period on rendering of services ranges from 45 to 150 days (2012 : 45 to 150 days). No interest is charged on overdue trade receivables.

There is no significant change in credit quality of trade receivables that are neither past due nor impaired and the amounts are considered recoverable.

8 TRADE RECEIVABLES (cont'd)

The allowance for doubtful debts has been determined by reference to past default experience.

Included in the group's trade receivable balance are debtors with a carrying amount of $774,000 (2012 : $12,655,000) which are past due at the reporting date for which the group has not provided as there has not been a significant change in credit quality and the amounts are still considered recoverable. The group does not hold any collateral over these balances.

In determining the recoverability of a trade receivable, the group considers any change in the credit quality of the trade receivable from the date credit was initially granted up to the reporting date. The concentration of credit risk is limited due to the customer base being large and unrelated. Accordingly, management believes that there is no further credit provision required in excess of the allowance for doubtful debts.

The table below is an analysis of trade receivables as at December 31:

	Group	
	2013	**2012**
	$'000	**$'000**
Not past due and not impaired	21,786	15,756
Past due but not impaired (i)	774	12,655
	22,560	28,411
Impaired receivables - collectively assessed (ii)	387	5,961
Less: Allowance for impairment	(387)	(5,961)
	–	–
Total trade receivables - net	22,560	28,411

(i) Ageing of trade receivables that are past due but not impaired:

	Group	
	2013	**2012**
	$'000	**$'000**
45 to 90 days	534	3,423
91 to 149 days	231	3,888
>150 days	9	5,344
Total	774	12,655

(ii) These amounts are stated before any deduction for impairment losses. These receivables are not secured by any collateral or credit enhancements.

9 OTHER RECEIVABLES AND PREPAYMENTS

	Group		Company	
	2013	2012	2013	2012
	$'000	$'000	$'000	$'000
Deposits for acquisition of property, plant and equipment	210	546	1	1
Prepayments	2,030	2,033	11	12
Subsidiaries (Note 13)	–	–	9,589	7,936
Derivative financial instruments (Note 32)	459	254	–	–
Deferred pension costs	98	117	–	–
Other receivables	747	721	–	–
Total	3,544	3,671	9,601	7,949
Presentation in statements of financial position:				
Current assets	2,300	2,330	9,601	7,949
Non-current assets	1,244	1,341	–	–
Total	3,544	3,671	9,601	7,949

The amounts due from subsidiaries are unsecured, interest-free and repayable on demand. No allowance for the amounts due from subsidiaries was made, reflecting the net recoverable amounts from subsidiaries.

Non-current other receivables include prepayments, pension costs and deposits.

No allowance has been provided for other receivables as there has not been a significant change in credit quality and the amounts are still considered recoverable.

10 INVENTORIES

	Group	
	2013	2012
	$'000	$'000
Finished goods	1,201	2,126
Work in process	2,028	2,002
Raw materials and consumable supplies	1,406	1,852
Total	4,635	5,980
Movement in the allowance for inventories:		
Balance at beginning of the year	1,839	2,222
Decrease in allowance	(895)	(383)
Balance at end of the year	944	1,839

10 INVENTORIES (cont'd)

The cost of inventories recognised has been reduced by $895,000 (2012 : $383,000) in respect of the reversal of write-downs of inventories to net realisable value due to subsequent sale of inventories. The allowance for inventories as at December 31, 2013 is $944,000 (2012 : $1,839,000).

11 ASSETS CLASSIFIED AS HELD FOR SALE

In December 2013, the management resolved to cease its laser drilling operation and dispose of the group's machinery and equipment for laser drilling. Negotiations with several interested parties have subsequently taken place. The machinery and equipment attributable to laser drilling operation, which are expected to be sold within twelve months, have been classified as held for sale and are presented separately in the statement of financial position. Laser drilling operation had been a reportable business segment and is disclosed under Note 35 of the financial statements.

The proceeds of disposal are expected to exceed the net carrying amount of the relevant machinery and equipment and, accordingly, no impairment loss has been recognised on the classification of these machinery and equipment as held for sale.

12 LAND USE RIGHTS

	Group	
	2013	**2012**
	$'000	**$'000**
Cost:		
At January 1	4,496	4,721
Exchange difference	300	(225)
At December 31	4,796	4,496
Accumulated amortisation:		
At January 1	534	467
Amortisation	96	88
Exchange difference	36	(21)
At December 31	666	534
Carrying amount	4,130	3,962
Presentation in statement of financial position:		
Current assets	96	90
Non-current assets	4,034	3,872
Total	4,130	3,962

The land use rights are amortised over 50 years. The amortisation periods are in line with the business licence of each of the subsidiaries.

Land use rights with carrying amount of $4,121,000 (2012 : $3,567,000) are pledged to secure bank loans (Note 20).

13 INVESTMENT IN SUBSIDIARIES

	Company 2013	Company 2012
	$'000	$'000
Unquoted equity shares/capital, at cost	79,869	74,870
Impairment loss	(7,920)	(7,424)
Net	71,949	67,446
Movement in the impairment loss:		
Balance at beginning of the year	7,424	7,795
Exchange difference	496	(371)
Balance at end of the year	7,920	7,424

Details of the company's subsidiaries are as follows:

Name of subsidiary	Proportion of ownership interest and voting power held by Group 2013	Proportion of ownership interest and voting power held by Group 2012	Cost of investment 2013	Cost of investment 2012	Principal activities/ Country of incorporation and operation
	%	%	$'000	$'000	
LGANG Optronics Technology Co., Ltd[(1)]	100	100	11,008	10,319	Manufacturing of PCB boards/ Taiwan
Shanghai Zeng Kang Electronic Co., Ltd[(1)]	89.275	89.275	8,302	7,783	Provision of drilling and routing services to PCB manufacturers/ People's Republic of China
Shanghai Yaolong Electronic Technology Co., Ltd[(1)]	89.275	89.275	6,009	5,633	Provision of drilling and routing services to PCB manufacturers/ People's Republic of China
Shanghai Zhuo Kai Electronic Technology Co., Ltd[(1)]	80.5	80.5	36,991	34,676	Manufacturing of PCB boards and provision of related processing services on outsourced PCBs to PCB manufacturers/ People's Republic of China

13 INVESTMENT IN SUBSIDIARIES (cont'd)

Name of subsidiary	Proportion of ownership interest and voting power held by Group		Cost of investment		Principal activities/ Country of incorporation and operation
	2013	2012	2013	2012	
	%	%	$'000	$'000	
Shanghai Eu Ya Electronic Technology Co., Ltd[(1)]	89.275	89.275	10,080	9,448	Provision of laminating services on PCB boards/ People's Republic of China
Shanghai Lian Han Xin Electronic Technology Co., Ltd[(1)]	89.275	89.275	7,478	7,010	Provision of drilling and routing services to PCB manufacturers/ People's Republic of China
Emerging Technology Pte. Ltd.[(2) (3)]	100	100	1	1	Dormant
			79,869	74,870	

(1) Audited by an overseas member firm of Deloitte Touche Tohmatsu Limited for consolidation purposes.

(2) Audited by Deloitte & Touche LLP, Singapore.

(3) Incorporated in August 2012.

14 INVESTMENT IN ASSOCIATE

	Group	
	2013	2012
	$'000	$'000
Cost of investment in associate	205	–

Details of the group's associate at December 31, 2013 are as follows:

Name of associate	Place of incorporation and operation	Proportion of ownership interest		Proportion of voting power held		Principal activity
		2013	2012	2013	2012	
		%	%	%	%	
Petron Co., Ltd*	Taiwan	50	–	50	–	Provision of services for machinery

* Not audited as deemed not material to the group.

14 INVESTMENT IN ASSOCIATE (cont'd)

Management has not accounted for Petron Co., Ltd's ("Petron") results for the year ended December 31, 2013, as it is of the view that the contribution of Petron is not significant to the group.

15 PROPERTY, PLANT AND EQUIPMENT

	Freehold land	Leasehold buildings and improvement	Fixtures and equipment	Plant and machinery	Motor vehicles	Construction -in-progress	Total
	$'000	$'000	$'000	$'000	$'000	$'000	$'000
Group							
Cost:							
At January 1, 2012	2,716	26,303	2,604	169,476	16	70	201,185
Additions	–	961	187	555	32	434	2,169
Transfer	–	257	29	176	–	(462)	–
Disposals	–	(316)	(426)	(15,200)	(10)	–	(15,952)
Write-off	–	(662)	(95)	(1,335)	–	–	(2,092)
Exchange differences	(57)	(1,182)	(108)	(6,691)	–	(3)	(8,041)
At December 31, 2012	2,659	25,361	2,191	146,981	38	39	177,269
Additions	–	615	189	908	32	1,173	2,917
Transfer	–	–	(10)	396	–	(386)	–
Disposals	–	–	(152)	(30,085)	–	–	(30,237)
Write-off	–	–	(1)	(679)	–	–	(680)
Reclassified as held for sale (Note 11)	–	–	–	(11,339)	–	–	(11,339)
Exchange differences	12	1,556	115	7,397	2	22	9,104
At December 31, 2013	2,671	27,532	2,332	113,579	72	848	147,034

15 PROPERTY, PLANT AND EQUIPMENT (cont'd)

	Freehold land	Leasehold buildings and improvement	Fixtures and equipment	Plant and machinery	Motor vehicles	Construction -in-progress	Total
	$'000	$'000	$'000	$'000	$'000	$'000	$'000
Group							
Accumulated depreciation:							
At January 1, 2012	–	11,061	1,901	110,007	14	–	122,983
Depreciation	–	1,557	189	11,925	1	–	13,672
Disposals	–	(184)	(385)	(13,334)	(9)	–	(13,912)
Write-off	–	(417)	(76)	(811)	–	–	(1,304)
Exchange differences	–	(485)	(80)	(5,075)	(1)	–	(5,641)
At December 31, 2012	–	11,532	1,549	102,712	5	–	115,798
Depreciation	–	1,772	176	9,807	3	–	11,758
Disposals	–	–	(136)	(24,075)	–	–	(24,211)
Write-off	–	–	(1)	(604)	–	–	(605)
Reclassified as held for sale (Note 11)	–	–	–	(8,007)	–	–	(8,007)
Exchange differences	–	713	81	5,014	–	–	5,808
At December 31, 2013	–	14,017	1,669	84,847	8	–	100,541
Accumulated impairment:							
At January 1, 2012	–	–	–	2,304	–	–	2,304
Impairment	–	–	–	1,130	–	–	1,130
Exchange differences	–	–	–	779	–	–	779
At December 31, 2012	–	–	–	4,213	–	–	4,213
Reversal of impairment due to disposal	–	–	–	(1,193)	–	–	(1,193)
Exchange differences	–	–	–	208	–	–	208
At December 31, 2013	–	–	–	3,228	–	–	3,228
Carrying amount:							
At December 31, 2013	2,671	13,515	663	25,504	64	848	43,265
At December 31, 2012	2,659	13,829	642	40,056	33	39	57,258

15 PROPERTY, PLANT AND EQUIPMENT (cont'd)

	Leasehold buildings and improvement	Fixtures and equipment	Total
	$'000	$'000	$'000
Company			
Cost:			
At January 1, 2012	856	122	978
Exchange differences	(41)	(10)	(51)
At December 31, 2012	815	112	927
Exchange differences	55	8	63
At December 31, 2013	870	120	990
Accumulated depreciation:			
At January 1, 2012	102	118	220
Depreciation	13	1	14
Exchange differences	(8)	(7)	(15)
At December 31, 2012	107	112	219
Depreciation	13	1	14
Exchange differences	10	7	17
At December 31, 2013	130	120	250
Carrying amount:			
At December 31, 2013	740	–	740
At December 31, 2012	708	–	708

The carrying amount of the group's property, plant and equipment includes an amount of $Nil (2012 : $1,651,000) secured in respect of assets held under finance leases.

For the group and company, property, plant and equipment with carrying amount of $3,855,000 (2012 : $5,764,000) and $740,000 (2012 : $708,000) respectively are pledged to secure bank loans (Note 20).

16 GOODWILL

	Group	
	2013	2012
	$'000	$'000
At beginning of year	2,226	2,226
Impairment loss recognised during the year	(2,144)	–
At end of year	82	2,226

Goodwill acquired in a business combination is allocated, at acquisition, to the cash generating units (CGU) that are expected to benefit from that business combination. Before recognition of impairment losses, the carrying amount of goodwill had been allocated as follows:

	Group	
	2013	2012
	$'000	$'000
Drilling and routing services (comprise several CGUs)	2,144	2,144
Printed circuit board production (single CGU)	82	82
Total	2,226	2,226

The group tests goodwill annually for impairment, or more frequently if there are indications that goodwill might be impaired.

The recoverable amounts of the CGUs are determined from value in use calculations. The key assumptions for the value in use calculations are those regarding the discount rates, growth rates and expected changes to selling prices and direct costs during the period. Changes in selling prices and direct costs are based on past practices and expectations of future changes in the market.

The group prepares cash flow forecasts derived from the most recent financial budget approved by management for financial year ending December 31, 2014, derived from past financial years result. The forecast is then projected at zero growth rate up to the expected end of lives of the key assets of each CGU.

Management estimates discount rates using pre-tax rates that reflect current market assessments of the time value of money and the risks specific to the CGUs. The rates used to discount the respective cash flows ranges from 10.47% to 12.05% (2012 : 6.55% to 8.99%) per annum.

In December 2013, management resolved to cease its laser drilling business. Accordingly, the goodwill allocated to the laser drilling CGUs amounting to $2,144,000 has been impaired.

17 DEFERRED TAX ASSETS

	Group	
	2013	2012
	$'000	$'000
Deferred tax assets	619	1,355

The following are the major deferred tax assets recognised by the group and movements thereon, during the current and prior reporting period:

	Investment tax credits	Tax losses	Others	Total
	$'000	$'000	$'000	$'000
At January 1, 2012	67	1,301	38	1,406
(Charge) Credit to profit or loss	(67)	(30)	97	–
Exchange difference	–	(51)	–	(51)
At December 31, 2012	–	1,220	135	1,355
Charge to profit or loss	–	(649)	(135)	(784)
Exchange difference	–	48	–	48
At December 31, 2013	–	619	–	619

The tax losses will expire between 2017 to 2022.

At the reporting date, temporary differences associated with the undistributed earnings of one subsidiary for which deferred tax liabilities have not been recognised is $372,000 (2012 : $331,000). No liability has been recognised in respect of these differences because the group is in a position to control the timing of the reversal of the temporary differences and it is probable that such differences will not reverse in the foreseeable future.

18 TRADE AND OTHER PAYABLES

	Group		Company	
	2013	2012	2013	2012
	$'000	$'000	$'000	$'000
Trade payables	14,466	18,858	–	–
Non-trade:				
Due to shareholders (Note 5)	14,115	14,482	14,115	14,482
Due to related party (Note 5)	110	110	110	110
Accruals	3,232	2,361	464	–
Other payables	3,751	4,535	2,554	2,925
Subsidiaries (Note 13)	–	–	9,649	5,206
Total	35,674	40,346	26,892	22,723

18 TRADE AND OTHER PAYABLES (cont'd)

Presentation in statements of financial position:

	Group		Company	
	2013	2012	2013	2012
	$'000	$'000	$'000	$'000
Current liabilities	24,679	29,614	15,897	11,991
Non-current liabilities	10,995	10,732	10,995	10,732
Total	35,674	40,346	26,892	22,723

The balance due to a shareholder, Sunny Worldwide International Limited, amounting to $7,878,000 (2012 : $7,614,000) as at December 31, 2013, is unsecured, bears fixed interest at 4.5% (2012 : 4.5%) per annum and repayable after 12 months (2012 : repayable after 12 months).

The balance due to two shareholders, Wen Yao-Long and Wen Yao-Chou, amounting to $5,584,000 and $653,000 (2012 : $6,258,000 and $610,000) respectively as at December 31, 2013, is unsecured and interest-free. The amounts of $2,509,000 (2012 : $2,510,000) to Wen Yao-Long and $498,000 (2012 : $498,000) to Wen Yao-Chou are repayable after 12 months (2012 : repayable after 12 months).

19 PROVISION

In 2007, the company entered into an agreement with a third party ("Hongta") for the divestment of 12.5% equity interest of Shanghai Zhuo Kai Electronic Technology Co., Ltd ("Zhuo Kai") which also holds 55% shareholdings of other subsidiaries in the People's Republic of China ("subsidiary group"). Pursuant to the sale, the company had also granted Hongta the option to require the company to purchase back its investment during the 3 years period ended October 2011 if this subsidiary group did not achieve a certain stipulated milestone and profit targets.

In September 2010, the company entered into a supplementary agreement with Hongta which amends the buy-back option clause in the initial agreement. Under the supplementary agreement, the company will transfer an additional 7% of its shareholding in Zhuo Kai to Hongta. In addition, Hongta has the option to require the company to purchase back its investment if Zhuo Kai fails to meet the milestone by the end of a 5 year period ending October 2015.

The consideration payable at the end of the vesting period if the milestone is not met is estimated to be RMB102.5 million ($20.1 million).

Management has exercised its judgment in assessing the probability of Hongta exercising the option to require the company to buy back the 19.5% equity interest of a subsidiary and have estimated a provision of $10.5 million (2012 : $9.7 million) for loss on share buy-back. The amount represents the shortfall between the consideration payable and the 19.5% net asset value of the subsidiary group.

20 BORROWINGS

	Effective interest rate		Group		Company	
	2013	2012	2013	2012	2013	2012
			$'000	$'000	$'000	$'000
Bank loans						
Current (Secured): (i)						
Fixed rate	5.8% to 6.6%	3.6% to 6.1%	10,005	8,397	–	–
Floating rate	2.7% to 6.0%	2.7% to 6.1%	1,110	6,020	41	59
			11,115	14,417	41	59
Non-current (Secured): (i)						
Fixed rate	5.8% to 6.6%	5.9%	5,023	6,082	–	–
Floating rate	2.7% to 6.0%	2.8% to 5.5%	717	2,864	–	46
			5,740	8,946	–	46
Total bank loans			16,855	23,363	41	105

The borrowings are repayable as follows:

	Group		Company	
	2013	2012	2013	2012
	$'000	$'000	$'000	$'000
Within one year	11,115	14,417	41	59
After one but within two years	5,740	6,817	–	46
After two but within five years	–	2,129	–	–
Total	16,855	23,363	41	105
Presentation in statements of financial position:				
Current liabilities	11,115	14,417	41	59
Non-current liabilities	5,740	8,946	–	46
Total	16,855	23,363	41	105

(i) 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. The company's borrowings are secured by property, plant and equipment.

The interest rates of the bank loans are reviewed and re-priced at the discretion of the financial institutions. Management is of the view that the fair values of bank loans approximate their carrying amounts.

20 BORROWINGS (cont'd)

Pledged assets

The following assets have been pledged for the facilities obtained from financial institutions:

	Group		Company	
	2013	2012	2013	2012
	$'000	$'000	$'000	$'000
Pledged bank deposits (Note 7)	609	146	–	–
Trade receivables (Note 8)	550	5,799	–	–
Land use rights (Note 12)	4,121	3,567	–	–
Carrying amount of property, plant and equipment (Note 15)	3,855	5,764	740	708

The bank loans amounting to $12.1 million (2012 : $20.3 million) are also secured by personal guarantees from the directors.

At December 31, 2013, the group has approximately available $16,688,000 (2012 : $13,569,000) of undrawn credit facilities which are secured by personal guarantees from the directors.

21 FINANCE LEASES

	Minimum lease payments		Fair value of minimum lease payments	
	2013	2012	2013	2012
	$'000	$'000	$'000	$'000
Group				
Within one year	32	1,186	29	1,110
In the second to fifth year inclusive	22	439	21	424
Total	54	1,625	50	1,534
Less: Future finance charges	(4)	(91)	NA	NA
Present value of lease obligations	50	1,534	50	1,534
Less: Amount due within 12 months			(29)	(1,110)
Amount due after 12 months			21	424

(a) The average lease term is 3 years. The average effective borrowing rate was 8% (2012 : 6% to 9%) per annum for the group. Interest rates are fixed at the contract date, and thus expose the group and the company to fair value interest rate risk. All leases are on a fixed repayment basis, secured by machineries and no arrangements have been entered into for contingent rental payments.

(b) The finance leases of the subsidiaries amounting to $50,000 (2012 : $1,534,000) are guaranteed by two directors of the company and another director of a subsidiary.

(c) The fair value of the group's lease obligations approximates their carrying amounts.

22 SHARE CAPITAL

	2013	2012	2013	2012
	Number of ordinary shares		$'000	$'000
	'000	'000		
Group and Company				
Issued and paid up:				
At beginning and end of year	570,000	570,000	56,127	56,127

Fully paid ordinary shares, which has no par value, carry one vote per share and carry a right to dividends as and when declared by the company.

23 STATUTORY RESERVES

	Legal and special reserves	Reserve fund	Total
	$'000	$'000	$'000
Group			
Balance at January 1, 2012 and December 31, 2012	2,585	5,165	7,750
Transfer from accumulated losses	31	–	31
Balance at December 31, 2013	2,616	5,165	7,781

24 EQUITY RESERVE

The equity reserve represents the effects of changes in ownership interests in subsidiaries when there is no change in control (see Note 19).

25 REVENUE

	Group					
	Continuing Operations		Discontinued Operation		Total	
	2013	2012	2013	2012	2013	2012
	$'000	$'000	$'000	$'000	$'000	$'000
Rendering of services	65,789	72,084	3,481	6,412	69,270	78,496

26 OTHER INCOME

	Group					
	Continuing Operations		Discontinued Operation		Total	
	2013	2012	2013	2012	2013	2012
	$'000	$'000	$'000	$'000	$'000	$'000
Gain on disposal of property, plant and equipment	–	–	2,525	–	2,525	–
Foreign exchange gain	2,233	–	27	–	2,260	–
Interest income	155	116	4	5	159	121
Other income	1,003	686	56	51	1,059	737
Total	3,391	802	2,612	56	6,003	858

27 FINANCE COSTS

	Group					
	Continuing Operations		Discontinued Operation		Total	
	2013	2012	2013	2012	2013	2012
	$'000	$'000	$'000	$'000	$'000	$'000
Interest expense on:						
Bank loans	916	988	148	212	1,064	1,200
Finance leases	–	–	87	177	87	177
Amount due to a shareholder (Note 5)	258	258	–	–	258	258
Total	1,174	1,246	235	389	1,409	1,635

28 INCOME TAX EXPENSE

	Group					
	Continuing Operations		Discontinued Operation		Total	
	2013	2012	2013	2012	2013	2012
	$'000	$'000	$'000	$'000	$'000	$'000
Deferred tax expense, representing total income tax expense	761	–	23	–	784	–

Domestic income tax is calculated at 17% (2012 : 17%) of the estimated assessable loss for the year. Taxation for other jurisdictions is calculated at the rates prevailing in the relevant jurisdictions.

The total charge for the year can be reconciled to the accounting loss as follows:

	Group	
	2013	2012
	$'000	$'000
Loss before income tax:		
Continuing operations	(6,075)	(21,475)
Discontinued operations	(1,733)	(3,505)
	(7,808)	(24,980)
Tax at statutory rate of 17% (2012 : 17%)	(1,327)	(4,247)
Non-deductible expenses	1,934	3,270
Effect of different tax rates of subsidiaries operating in other jurisdictions	177	977
Income tax expense	784	–

(a) The corporate tax rate of subsidiaries in the People's Republic of China ("PRC") is 25% (2012 : 25%).

(b) The corporate tax rate of the Taiwanese subsidiary is 17% (2012 : 17%).

29 DISCONTINUED OPERATION

In December 2013, the management resolved to cease its laser drilling operation and dispose of the group's machinery and equipment for laser drilling.

The loss for the year from the discontinued operation is analysed as follows:

	Group	
	2013	2012
	$'000	$'000
Loss of laser drilling operation for the year	(2,137)	(3,505)
Impairment loss on goodwill	(2,144)	–
Gain on sale of plant and equipment	2,525	–
	(1,756)	(3,505)

The results of the laser drilling operation for the period from January 1, 2013 to December 31, 2013 are as follows:

	Group	
	2013	2012
	$'000	$'000
Revenue	3,481	6,412
Cost of service and sales	(3,394)	(5,856)
Other income	2,612	56
Administrative expenses	(2,047)	(2,504)
Other expenses	(2,150)	(1,224)
Finance costs	(235)	(389)
Loss before tax	(1,733)	(3,505)
Income tax expense	(23)	–
Loss for the year (attributable to owners of the company)	(1,756)	(3,505)

During the year, the laser drilling operations contributed $1,353,000 (2012 : used $3,072,000) of the group's net operating cash flows, received $5,604,000 (2012 : $4,084,000) in respect of investing activities and paid $7,328,000 (2012 : $820,000) in respect of financing activities.

30 LOSS FOR THE YEAR

Loss for the year has been arrived at after charging (crediting):

	Group					
	Continuing Operations		Discontinued Operation		Total	
	2013	2012	2013	2012	2013	2012
	$'000	$'000	$'000	$'000	$'000	$'000
Depreciation of property, plant and equipment	10,455	10,712	1,303	2,960	11,758	13,672
Amortisation of land use rights	96	88	–	–	96	88
Total depreciation and amortisation	10,551	10,800	1,303	2,960	11,854	13,760
Directors' remuneration	1,290	1,272	323	339	1,613	1,611
Directors' fees	130	130	–	–	130	130
Total directors' expense	1,420	1,402	323	339	1,743	1,741
Employee benefits expense (including directors' remuneration):						
Defined contribution plans	55	47	134	128	189	175
Other staff costs	15,522	12,773	1,945	2,903	17,467	15,676
Total employee benefits expense	15,577	12,820	2,079	3,031	17,656	15,851
(Reversal of) Allowance for doubtful debts	(1,162)	251	–	–	(1,162)	251
(Reversal of) Allowance for inventories	(895)	(810)	–	427	(895)	(383)
Total allowance	(2,057)	(559)	–	427	(2,057)	(132)
Audit fees:						
- paid to auditors of the company	77	77	–	–	77	77
- paid to other auditors	80	81	25	25	105	106
Total audit fees	157	158	25	25	182	183
Non-audit fees paid to auditors of the company	2	2	–	–	2	2
Loss (Gain) on disposal of property, plant and equipment	569	1,171	(2,525)	(193)	(1,956)	978
Net foreign currency exchange (gain) loss	(2,233)	392	(27)	(16)	(2,260)	376
Cost of inventories recognised as expense in cost of sales	40,025	47,535	3	494	40,028	48,029
Provision for loss on share buy-back	774	9,705	–	–	774	9,705

Other expenses include provision for loss on share buy-back of $774,000 (2012 : $9,705,000).

30 LOSS FOR THE YEAR (cont'd)

Compensation of directors and key management personnel

The remuneration of directors and other members of key management during the year were as follows:

	Group					
	Continuing Operations		Discontinued Operation		Total	
	2013	**2012**	**2013**	**2012**	**2013**	**2012**
	$'000	**$'000**	**$'000**	**$'000**	**$'000**	**$'000**
Short-term benefits	1,986	1,981	203	210	2,189	2,191
Post-employment benefits	–	–	16	30	16	30
	1,986	1,981	219	240	2,205	2,221

The remuneration of directors and key management is determined by the remuneration committee having regard to the performance of individuals and market trends.

31 LOSS PER SHARE

	Group					
	Continuing Operations		Discontinued Operation		Total	
	2013	**2012**	**2013**	**2012**	**2013**	**2012**
	$'000	**$'000**	**$'000**	**$'000**	**$'000**	**$'000**
Loss attributable to owners of the company ($'000)	(6,159)	(20,251)	(1,756)	(3,505)	(7,915)	(23,756)
Number of ordinary shares ('000)					570,000	570,000
Earnings per share (cents)	(1.08)	(3.55)	(0.31)	(0.62)	(1.39)	(4.17)

There is no dilution of earnings per share as no share options were granted.

32 DERIVATIVE FINANCIAL INSTRUMENTS

Forward foreign exchange contracts

The group utilises currency derivatives to hedge significant future transactions and cash flows. The instruments purchased are primarily denominated in the currencies of the group's principal markets.

At the reporting date, the total notional amount of outstanding forward foreign exchange contracts to which the group is committed are as follows:

	Group	
	2013	**2012**
	$'000	**$'000**
Forward foreign exchange contracts		
- sell US$ (within one year)	22,500	29,939

The fair value of the forward foreign exchange contracts is estimated to be $459,000 (2012 : $254,000) based on quoted forward exchange matching maturity of the contracts, and has been recorded in other receivables (Note 9). Changes in the fair value of currency derivatives amounting to a gain of $187,000 (2012 : gain of $28,000) have been charged to other income in the profit or loss. The forward foreign exchange contracts are settled on a gross basis.

33 COMMITMENTS AND CONTINGENT LIABILITIES

	Group	
	2013	**2012**
	$'000	**$'000**
Commitments for product warranties	–	43
Corporate guarantee given to third party	–	117

34 OPERATING LEASE ARRANGEMENTS

	Group	
	2013	**2012**
	$'000	**$'000**
Minimum lease payments under operating leases recognised as an expense during the year	539	1,034

34 OPERATING LEASE ARRANGEMENTS (cont'd)

At the end of the reporting period, the group has outstanding commitments under non-cancellable operating leases, which fall due as follows:

	Group	
	2013	2012
	$'000	$'000
Within one year	1,838	911
In the second to fifth years inclusive	–	1,648
Total	1,838	2,559

Operating lease payments represent rental payable by the group for certain of its office premises, land use rights and plant and equipment. Leases are negotiated for an average term of seven years.

35 SEGMENT INFORMATION

For management purposes, the group is organised into three major reportable segments - laser drilling services, mechanical drilling and routing services and printed circuit boards production and related processing services ("PCB operations"). The segments are the basis on which the group reports to its chief operating decision maker for the purposes of resource allocation and assessment of segment performance.

(a) Analysis by Reportable Segment

Segment revenue and expense are revenue and expense reported in the group's profit or loss that are either directly attributable to a segment or can be allocated on a reasonable basis to a segment.

Segment assets are all operating assets that are employed by a segment in its operating activities and that either are directly attributable to the segment or can be allocated to the segment on a reasonable basis. Segment assets exclude interest-producing assets.

Segment liabilities are all operating liabilities of a segment and that either are directly attributable to the segment or can be allocated to the segment on a reasonable basis. Segment liabilities exclude interest-bearing liabilities and income tax liabilities.

35 SEGMENT INFORMATION (cont'd)

(a) Analysis by Reportable Segment (cont'd)

Information regarding the group's reportable segments prepared based on measurement principles of FRS is presented below.

	Continuing Operations						Discontinued Operation			
Revenue and expenses (by business segments)	**Mechanical drilling and routing services**		**PCB operations**		**Total**		**Laser drilling services**		**Total**	
	2013	**2012**	**2013**	**2012**	**2013**	**2012**	**2013**	**2012**	**2013**	**2012**
	$'000	**$'000**	**$'000**	**$'000**	**$'000**	**$'000**	**$'000**	**$'000**	**$'000**	**$'000**
Segment revenue to external parties	6,751	6,838	59,038	65,246	65,789	72,084	3,481	6,412	69,270	78,496
Segment results	(5,190)	(4,125)	(445)	(4,804)	(5,635)	(8,929)	(4,110)	(3,172)	(9,745)	(12,101)
Other income					3,391	802	2,612	56	6,003	858
Unallocated corporate expenses					(2,657)	(12,102)	–	–	(2,657)	(12,102)
Finance costs					(1,174)	(1,246)	(235)	(389)	(1,409)	(1,635)
Loss before income tax					(6,075)	(21,475)	(1,733)	(3,505)	(7,808)	(24,980)
Income tax expense					(761)	–	(23)	–	(784)	–
Net loss attributable to the group					(6,836)	(21,475)	(1,756)	(3,505)	(8,592)	(24,980)
Assets and liabilities										
Segment assets	23,733	24,899	69,276	73,217	93,009	98,116	7,747	18,121	100,756	116,237
Unallocated corporate assets					1,222	4,167	–	–	1,222	4,167
Consolidated total assets					94,231	102,283	7,747	18,121	101,978	120,404
Segment liabilities	3,186	2,788	41,307	33,741	44,493	36,529	3,146	11,377	47,639	47,906
Unallocated corporate liabilities					15,419	27,042	–	–	15,419	27,042
Consolidated total liabilities					59,912	63,571	3,146	11,377	63,058	74,948
Additions to non-current assets:										
- Property, plant and equipment	784	60	1,396	1,958	2,180	2,018	737	151	2,917	2,169
Depreciation	3,719	4,088	6,722	6,610	10,441	10,698	1,303	2,960	11,744	13,658
Amortisation of land use rights	9	9	87	79	96	88	–	–	96	88
(Reversal of) Allowance for inventories	–	–	(895)	(810)	(895)	(810)	–	427	(895)	(383)
(Reversal of) Allowance for doubtful debts	3	–	(1,165)	251	(1,162)	251	–	–	(1,162)	251
Impairment loss on property, plant and equipment	–	1,130	–	–	–	1,130	–	–	–	1,130
Unallocated corporate expenditure:										
Depreciation									14	14

35 SEGMENT INFORMATION (cont'd)

(a) Analysis by Reportable Segment (cont'd)

The accounting policies of the reportable segments are the same as the group's accounting policies described in Note 2. Segment profit represents the profit earned by each segment without allocation of central administration costs and directors' remuneration, finance costs, and income tax expense. This is the measure reported to the chief operating decision maker for the purposes of resource allocation and assessment of segment performance.

(b) Analysis by Geographical Information

Segment revenue is analysed based on the location of customers.

Total revenue and non-current assets (excluding investment in associate, other financial assets, deferred tax assets and goodwill) are analysed based on the location of those assets.

	Continuing Operations						Discontinued Operation			
Revenue and non-current assets (by geographical segments)	**People's Republic of China**		**Singapore**		**Total**		**Taiwan**		**Total**	
	2013	**2012**	**2013**	**2012**	**2013**	**2012**	**2013**	**2012**	**2013**	**2012**
	$'000	**$'000**	**$'000**	**$'000**	**$'000**	**$'000**	**$'000**	**$'000**	**$'000**	**$'000**
Segment revenue	65,789	72,084	–	–	65,789	72,084	3,481	6,412	69,270	78,496
Segment non-current assets	41,781	51,057	740	708	42,521	51,765	4,778	9,365	47,299	61,130

Information about major customers

Included in revenues of the PCB operations are revenues of approximately $24,969,000 and $9,922,000 (2012 : $24,600,000 and $7,817,000) which arose from sales to the group's two largest customers.

36 SUBSEQUENT EVENT

As disclosed in Note 11 to the financial statements, the management resolved to cease its laser drilling operation and dispose of the group's machinery and equipment for laser drilling. Consequently, 15 laser drilling machines which are expected to be disposed within the next 12 months have been classified as non-current assets held for sale in the financial statements. In February 2014, 6 of these machines with net book value of $0.2 million were sold for a consideration of $0.7 million. Accordingly, the group recorded a gain on the sale amounting to $0.5 million.

Summary of Properties

Held by	Location and description	Tenure	Usage of property
Eucon Holding Limited	80 Marine Parade Road #11-02 Parkway Parade Singapore 449269	Leasehold 99 years commencing from August 1979	Office
LGANG Optronics Technology Co., Ltd	19 Her-Jun North Road Chung-Li Industrial Park Chung-Li City Taoyuan County Taiwan	Freehold	Manufacturing Plant
Shanghai Zeng Kang Electronic Co., Ltd	1150 Caoxin Road Xuhang Town Jiading District Shanghai 201809.PRC.	Leasehold 50 years commencing from December 2006	Manufacturing Plant
Shanghai Zhuo Kai Electronic Technology Co., Ltd	399 Baoqian Road Xuhang Industrial Park Jiading District Shanghai 201809.PRC.	Leasehold 50 years commencing from December 2006	Manufacturing Plant
Shanghai Eu Ya Electronic Technology Co., Ltd	419 Baoqian Road Xuhang Industrial Park Jiading District Shanghai 201809.PRC.	Leasehold 50 years commencing from December 2006	Manufacturing Plant

Statistics of Shareholdings

As at 14 March 2014

Issued share capital	:	SGD56,127,017/-
Number of shares	:	570,000,000
Number/percentage of treasury shares	:	Nil
Class of shares	:	ordinary shares
Voting rights	:	one vote per share

DISTRIBUTION OF SHAREHOLDINGS

SIZE OF SHAREHOLDINGS	NO. OF SHAREHOLDERS	%	NO. OF SHARES	%
1 - 999	222	7.28	110,926	0.02
1,000 - 10,000	1,179	38.64	5,733,261	1.00
10,001 - 1,000,000	1,590	52.11	162,769,783	28.56
1,000,001 AND ABOVE	60	1.97	401,386,030	70.42
TOTAL	**3,051**	**100.00**	**570,000,000**	**100.00**

TWENTY LARGEST SHAREHOLDERS

NO.	NAME	NO. OF SHARES	%
1	SUNNY WORLDWIDE INT'L LTD	108,362,000	19.01
2	UOB KAY HIAN PRIVATE LIMITED	78,995,200	13.86
3	WEN YAO-LONG	24,224,747	4.25
4	CHEN CHU-TSU	16,875,600	2.96
5	MAYBANK KIM ENG SECURITIES PTE. LTD.	10,677,400	1.87
6	CHEN WEN CHIN	9,742,000	1.71
7	WEN SHU FEN	8,350,000	1.46
8	CHEN CHENG HSIUNG	8,136,800	1.43
9	LEE YING-CHI	7,140,000	1.25
10	KWA CHING TZE	6,500,000	1.14
11	JENG HUANG FONG MAAN	6,188,800	1.09
12	CHIEN WAN HSIN	5,857,800	1.03
13	WANG JUNG HSIN	5,000,000	0.88
14	HSUEH PAI CHUN	4,827,200	0.85
15	WEN YAO-CHOU	4,794,643	0.84
16	PHILLIP SECURITIES PTE LTD	4,593,800	0.81
17	LINSI	4,392,000	0.77
18	CITIBANK NOMINEES SINGAPORE PTE LTD	4,290,000	0.75
19	LAI YU CHUNG	4,243,600	0.74
20	LIN JIA LUH	4,243,600	0.74
	TOTAL	**327,435,190**	**57.44**

Substantial Shareholders

As shown in the Register of Substantial Shareholders

	No of Shares	
Name of Shareholders	**Direct Interest**	**Deemed Interest**
Sunny Worldwide Int'l Ltd	108,362,000	–
Wen Yao-Long [1]	24,224,747	108,362,000

Note:

(1) Sunny Worldwide Int'l Ltd ("Sunny Worldwide") is an investment holding company incorporated in Mauritius. It is beneficially owned by Mr Wen Yao-Long, Mr Wen Yao-Chou and their family members. Mr Wen Yao-Long is deemed to have an interest in the shares held by Sunny Worldwide by virtue of his 20.3% direct interest in Sunny Worldwide. Mr Wen Yao-Long is the only director of Sunny Worldwide.

Percentage of Shareholding in Public's Hand

Based on information available to the Company as at 14 March 2014, 75.68% of the issued ordinary shares of the Company is held by the public and, therefore, Rule 723 of the Listing Manual issued by the Singapore Exchange Securities Trading Limited is complied with.

EUCON HOLDING LIMITED
(Company Registration No.: 200107762R)
(Incorporated in the Republic of Singapore with Limited Liability)

Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN that the Twelfth Annual General Meeting of Eucon Holding Limited (the "Company") will be held at Grand Mercure Roxy Hotel, Frankel Room, Level 3, 50 East Coast Road, Roxy Square, Singapore 428769 on Thursday, 24 April 2014 at 10.00 a.m. to transact the following business:

AS ORDINARY BUSINESS

1. To receive and adopt the Report of the Directors and Audited Financial Statements of the Company for the financial year ended 31 December 2013 together with the Auditors' Report thereon. **[Resolution 1]**

2. To approve the Directors' Fees of S$130,000/- for the financial year ended 31 December 2013 (2012: S$130,000/-). **[Resolution 2]**

3. To re-elect the following Directors retiring pursuant to the Company's Articles of Association:-

   (a) Mr Wen Yao-Chou {retiring pursuant to Article 89} **[Resolution 3(a)]**

   (b) Mr Seow Han Chiang, Winston {retiring pursuant to Article 89} **[Resolution 3(b)]**

   Mr Seow Han Chiang, Winston will, upon re-election as a Director of the Company, remain as a Member of the Audit Committee and will be considered independent for the purposes of Rule 704(8) of the Listing Manual of the Singapore Exchange Securities Trading Limited.

4. To re-appoint Messrs Deloitte & Touche LLP as the Company's Auditors and to authorise the Directors to fix their remuneration. **[Resolution 4]**

5. To transact any other ordinary business which may properly be transacted at an Annual General Meeting.

AS SPECIAL BUSINESS

To consider and, if thought fit, to pass the following Ordinary Resolution with or without any modifications:-

6. "That pursuant to Section 161 of the Companies Act, Cap. 50 and the Listing Manual of the Singapore Exchange Securities Trading Limited, the Directors of the Company be and they are hereby authorised to issue shares and convertible securities in the Company (whether by way of rights, bonus or otherwise) at any time and upon such terms and conditions and for such purposes and to such persons as the Directors may in their absolute discretion, deem fit provided that the aggregate number of shares to be issued pursuant to this Resolution does not exceed 50 per centum of the total number of issued shares excluding treasury shares, in the capital of the Company at the time of the passing of this Resolution, of which the aggregate number of shares and convertible securities to be issued other than on a pro rata basis to existing shareholders shall not exceed 20 per centum of the total number of issued shares excluding treasury shares, in the capital of the Company at the time of the passing of this Resolution and that such authority shall continue in force until the date that the next annual general meeting of the Company is held or is required by law to be held, whichever is the earlier, unless revoked or varied at a general meeting of the Company." **[Resolution 5]**
   [See Explanatory Note]

BY ORDER OF THE BOARD

Tan Cheng Siew
Company Secretary
Singapore, 8 April 2014

Notice of Annual General Meeting

EXPLANATORY NOTE ON SPECIAL BUSINESS TO BE TRANSACTED:

The proposed Resolution 5, if passed, will empower the Directors of the Company to issue shares in the Company up to an amount not exceeding in total 50 per centum of the total number of issued shares excluding treasury shares in the capital of the Company for such purposes as they consider would be in the interests of the Company. This authority will, unless previously revoked or varied at a general meeting, expire at the date the next Annual General Meeting of the Company is held or is required by law to be held, whichever is earlier.

The percentage of the issued share capital is based on the total number of issued shares excluding treasury shares in the capital of the Company at the time of the passing of this Resolution after adjusting for:

(a) new shares arising from the conversion or exercise of convertible securities;

(b) new shares arising from exercising share options or vesting of share awards which are outstanding or subsisting at the time of the passing of this Resolution; and

(c) any subsequent bonus issue, consolidation or subdivision of shares.

Notes:

A Member is entitled to appoint up to two proxies to attend and vote in his place. A proxy need not be a Member of the Company. Members wishing to vote by proxy at the meeting may use the proxy form enclosed. The completed proxy form must be lodged at the Registered Office of the Company at 80 Marine Parade Road, #11-02 Parkway Parade, Singapore 449269 not less than 48 hours before the time appointed for the Meeting.

EUCON HOLDING LIMITED

(Company Registration No.: 200107762R)
(Incorporated in the Republic of Singapore with Limited Liability)

Important

1. For investors who have used their CPF monies to buy Eucon Holding Limited's shares, this Annual Report is forwarded to them at the request of their CPF Approved Nominees and is sent solely FOR INFORMATION ONLY.
2. This Proxy Form is not valid for use by CPF investors and shall be ineffective for all intents and purposes if used or purported to be used by them.

PROXY FORM

I/We ____

of ____

being a *member/members of Eucon Holding Limited, hereby appoint

Name	Address	NRIC / Passport No.	Proportion of Shareholdings (%)

and/or (delete as appropriate)

as my/our proxy/proxies to vote for me/us on my/our behalf at the Twelfth Annual General Meeting of the Company to be held at the Grand Mercure Roxy Hotel, Frankel Room, Level 3, 50 East Coast Road, Roxy Square, Singapore 428769 on Thursday, 24 April 2014 at 10.00 a.m. and at any adjournment thereof.

The proxy is required to vote as indicated with an "X" on the resolutions set out in the Notice of Meeting and summarised below. If no specific direction as to voting is given, the proxy/proxies may vote or abstain at his discretion.

No.	Resolution	For	Against
1.	To receive and adopt the Report of the Directors and Audited Financial Statements for the financial year ended 31 December 2013 together with the Auditors' Report thereon.		
2.	To approve payment of Directors' Fees.		
3.	(a) To re-elect Mr Wen Yao-Chou as a Director.		
	(b) To re-elect Mr Seow Han Chiang, Winston as a Director.		
4.	To re-appoint Messrs Deloitte & Touche LLP as the Company's Auditors and to authorise the Directors to fix their remuneration.		
5.	To authorise the Directors to issue/allot shares in the Company.		

Signed this __________ day of __________________ 2014

Total No. of Shares in:	No. of Shares
(a) CDP Register	
(b) Register of Members	

____

Signature(s) of Member(s)
or Common Seal of Corporate Shareholder

Notes:

1. A member of the Company entitled to attend and vote at a meeting of the Company is entitled to appoint one or two proxies to attend and vote in his stead. Such proxy need not be a member of the Company.

2. Where a member appoints two proxies, he must specify the proportion of his shareholding to be represented by each proxy, failing which the nomination shall be deemed to be alternative.

3. The instrument appointing a proxy must be signed by the appointor or his duly authorised attorney or if the appointor is a corporation, it must be executed either under its common seal or signed by its attorney or a duly authorised officer of the corporation.

4. A corporation which is a member may also appoint by resolution of its Directors or other governing body an authorised representative or representatives in accordance with its Articles of Association and Section 179 of the Companies Act, Chapter 50 of Singapore, to attend and vote on its behalf.

5. The instrument appointing a proxy or proxies (together with the power of attorney, if any, under which it is signed or a certified copy thereof), must be deposited at the registered office of the Company, 80 Marine Parade Road, #11-02 Parkway Parade, Singapore 449269 at least 48 hours before the time fixed for holding the Annual General Meeting.

6. A member should insert the total number of Ordinary Shares held. If the member has Ordinary Shares entered against his name in the Depository Register (as defined in Section 130A of the Companies Act, Chapter 50 of Singapore), he should insert that number of Ordinary Shares. If the member has Ordinary Shares registered in his name in the Register of Members, he should insert that number of Ordinary Shares. If the member has Ordinary Shares entered against his name in the Depository Register as well as Ordinary Shares registered in his name in the Register of Members, he should insert the numbers of Ordinary Shares in the respective boxes provided in the instrument of proxy. If no number is inserted, this form of proxy will be deemed to relate to all the Ordinary Shares held by the member.

7. The Company shall be entitled to reject this instrument of proxy if it is incomplete, or illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in this instrument of proxy. In addition, in the case of a member whose Ordinary Shares are entered in the Depository Register, the Company shall be entitled to reject this instrument of proxy which has been lodged if such member is not shown to have Ordinary Shares entered his name in the Depository Register at least 48 hours before the time appointed for holding the Annual General Meeting as certified by The Central Depository (Pte) Limited to the Company.

www.euconholding.com

EUCON HOLDING LIMITED

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