



Full Year 2014 Financial Statements and Dividend Announcement

UNAUDITED RESULTS FOR THE YEAR ENDED 31 DECEMBER 2014

The Board of Directors of Gallant Venture Ltd announces the following unaudited results of the Group for the period ended 31 December 2014.

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

	GROUP					
	4Q 2014 S\$'000	4Q 2013 S\$'000 (Restated)	Incr/ (Decr) %	Full Year 2014 S\$'000	Full Year 2013 S\$'000 (Restated)	Incr/ (Decr) %
Revenue	656,853	576,825	14	2,328,328	1,854,748	26
Cost of sales	(521,693)	(470,962)	11	(1,946,920)	(1,596,277)	22
Gross profit	135,160	105,863	28	381,408	258,471	48
General and administrative expenses	(54,274)	(49,668)	9	(151,947)	(116,798)	30
Other operating expenses	(50,937)	(33,187)	53	(164,250)	(113,974)	44
Other income net of other expenses	45,848	31,293	47	89,735	81,872	10
Interest income	6,444	5,922	9	27,103	24,822	9
Finance costs	(38,639)	(28,760)	34	(131,625)	(75,208)	75
Exchange gain / (loss)	(1,766)	2,031	N.M	3,173	(3,808)	N.M
Share of associated company's result	(7,628)	1,190	N.M	(30,625)	7,820	N.M
Profit before tax	34,208	34,684	(1)	22,972	63,197	(64)
Taxation	(5,257)	3,515	N.M	(18,626)	(10,281)	81
Profit after tax for the period	28,951	38,199	(24)	4,346	52,916	(92)
Profit attributable to:						
Equity holders of the Company	27,194	35,805	(24)	7,517	36,348	(79)
Non-controlling interest	1,757	2,394	(27)	(3,171)	16,568	N.M
	28,951	38,199	(24)	4,346	52,916	(92)

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

	GROUP					
	4Q 2014 S\$'000	4Q 2013 S\$'000 (Restated)	Incr/ (Decr) %	Full Year 2014 S\$'000	Full Year 2013 S\$'000 (Restated)	Incr/ (Decr) %
Profit after tax for the period	28,951	38,199	(24)	4,346	52,916	(92)
Other comprehensive (expenses)/income:						
<u>Items that are/may be reclassified subsequently to profit or loss</u>						
Net changes in available-for sales investment	16,722	6,429	160	5,558	(7,191)	N.M
Net changes in derivative instrument – net of tax	(1,165)	2,341	N.M	(2,377)	7,454	N.M
Foreign currency translation	13,152	(23,525)	N.M	17,222	(106,237)	N.M
Share of associates' other comprehensive income	-	3	N.M	-	3	N.M
<u>Items that will not be reclassified subsequently to profit or loss</u>						
Actuarial gains/(losses) arising during the year	(158)	1,279	N.M	(158)	1,279	N.M
Other comprehensive (expenses)/income	28,551	(13,473)	N.M	20,245	(104,692)	N.M
Total comprehensive (expenses)/income	57,502	24,726	133	24,591	(51,776)	N.M
Total comprehensive (expenses)/income attributable to:						
Equity holders of the Company	45,819	22,665	102	19,938	(31,968)	N.M
Non-controlling interest	11,683	2,061	N.M	4,653	(19,808)	N.M
	57,502	24,726	133	24,591	(51,776)	N.M

N.M. denotes "Not Meaningful"

Note:

The results for 4Q 2013 and FY2013 have been restated to include the cost of sales, amortisation charge and the corresponding tax adjustment arising from recording of intangible assets from the finalisation of the Purchase Price Allocation (PPA) exercise. This is in accordance with FRS 103 Business Combinations for the acquisition of PT Indomobil Sukses Internasional Tbk ("IMAS") in FY 2013.

The exchange rate of S\$1=IDR 9,422 (31 December 2013: S\$1=IDR 9,628) was used for translating IMAS's assets and liabilities at the balance sheet date and S\$1=IDR 9,361 (31 December 2013: S\$1=IDR 8,499) was used for translating the results for the period.

1(a)(iii). Profit before taxation is arrived at after charging/(crediting) the following significant items.

	Group			
	4Q 2014	4Q 2013	Full Year	Full Year
	S\$'000	S\$'000	2014	2013
		(Restated)	S\$'000	S\$'000
				(Restated)
Amortisation of intangible assets	16,304	4,074	16,401	10,876
Depreciation of property, plant and equipment	123,266	28,303	316,909	60,901
Depreciation of investment properties	5,636	5,633	22,557	22,491
(Gain)/loss on sale of property, plant and equipment	(22,772)	4,060	(33,155)	(26,266)
Allowance/(reversal) for impairment loss on trade receivables	7,279	(165)	20,558	(165)
Allowance for inventories obsolescence	-	174	-	174

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

	Group			Company	
	31.12.14 S\$'000	31.12.13 S\$'000 (Restated)	01.01.13 S\$'000 (Restated)	31.12.14 S\$'000	31.12.13 S\$'000
Non-current assets					
Intangible assets	805,015	821,336	3,275	261	379
Property, plant and equipment	676,393	603,671	283,794	59	48
Investment properties	164,675	186,491	207,280	-	-
Financing receivable	357,510	346,477	-	-	-
Subsidiaries	-	-	-	2,557,260	2,557,260
Associated companies	239,393	260,485	17,196	-	-
Deferred tax assets	44,046	34,780	3,979	6,211	1,344
Loan receivables	47,500	47,500	47,500	-	-
Notes receivables	260,957	260,683	260,459	6,617	6,343
Other non-current assets	323,360	297,843	80,986	3,542	2,797
	<u>2,918,849</u>	<u>2,859,266</u>	<u>904,469</u>	<u>2,573,950</u>	<u>2,568,171</u>
Current assets					
Land inventories	609,798	597,092	585,796	-	-
Other inventories	366,510	478,534	11,320	-	-
Financing receivables	408,575	306,259	-	-	-
Trade and other receivables	561,166	426,871	58,332	119,985	121,295
Cash and bank balances	161,292	168,363	66,769	525	3,062
	<u>2,107,341</u>	<u>1,977,119</u>	<u>722,217</u>	<u>120,510</u>	<u>124,357</u>
Total assets	<u>5,026,190</u>	<u>4,836,385</u>	<u>1,626,686</u>	<u>2,694,460</u>	<u>2,692,528</u>
Non-current liabilities					
Deposits from tenants/golf membership	27,665	27,819	30,013	90	90
Employee benefits liabilities	25,672	21,647	11,896	-	-
Deferred tax liabilities	97,882	99,864	1,889	-	-
Other non-current liabilities	1,186	52,312	11,376	2,683	-
Loans and borrowings	700,532	923,783	211,933	209,925	494,888
Debt securities	586,311	345,894	-	414,274	87,201
	<u>1,439,248</u>	<u>1,471,319</u>	<u>267,107</u>	<u>626,972</u>	<u>582,179</u>
Current liabilities					
Trade and other payables	432,095	341,925	44,936	19,037	15,351
Current tax payable	16,534	16,689	3,399	566	595
Current portion of loans and borrowings	811,804	799,744	27,093	137,503	134,867
Debt securities	141,594	57,857	-	-	-
	<u>1,402,027</u>	<u>1,216,215</u>	<u>75,428</u>	<u>157,106</u>	<u>150,813</u>
Total liabilities	<u>2,841,275</u>	<u>2,687,534</u>	<u>342,535</u>	<u>784,078</u>	<u>732,992</u>
Equity					
Share capital	1,880,154	1,880,154	1,207,642	1,880,154	1,880,154
Other reserves	28,373	16,610	(5,080)	80,000	80,000
Retained profits/(accumulated losses)	102,014	94,497	58,149	(49,772)	(618)
Equity attributable to equity holders of the Company	<u>2,010,541</u>	<u>1,991,261</u>	<u>1,260,711</u>	<u>1,910,382</u>	<u>1,959,536</u>
Non-controlling interest	<u>174,374</u>	<u>157,590</u>	<u>23,440</u>	<u>-</u>	<u>-</u>
Total equity	<u>2,184,915</u>	<u>2,148,851</u>	<u>1,284,151</u>	<u>1,910,382</u>	<u>1,959,536</u>
Total liabilities and equity	<u>5,026,190</u>	<u>4,836,385</u>	<u>1,626,686</u>	<u>2,694,460</u>	<u>2,692,528</u>

1(b)(i). A Statement of financial position (for the issuer and group), together with a comparative statement as at the end of the immediately preceding financial year (cont'd)

Note:

Prior year adjustments in respect of the acquisition of PT Indomobil Sukses Internasional Tbk in FY 2013 have been included in the intangibles assets, associated companies, deferred taxation and reserves as at 31 December 2013 in accordance with FRS 103 Business Combinations. These arose from finalisation of the Purchase Price Allocation (PPA) exercise in FY 2014. The adjustments pertained to the recognition of intangible assets including dealership and distributorship.

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

	Group	
	31.12.14	31.12.13
	S\$'000	S\$'000
(i) Amount payable in one year or less, or on demand		
Secured	802,764	850,579
Unsecured	150,634	7,022
	953,398	857,601
(ii) Amount repayable after one year		
Secured	695,600	1,180,567
Unsecured	591,243	89,110
	1,286,843	1,269,677
TOTAL	2,240,241	2,127,278

(iii) Details of any collaterals

The Group's borrowing and debt securities are secured with the following:-

1. Mortgage of land titles over Batamindo Industrial Park;
2. Pledge of shares and accounts of PT Batamindo Investment Cakrawala ("PT BIC"); and
3. Assignment of insurance proceeds, receivables and equipment of PT BIC.
4. Pledge of shares of PT Indomobil Sukses Internasional Tbk ("IMAS").
5. PT Indomobil Sukses Internasional Tbk's borrowings and debt securities are secured by mortgage over land, inventories, property, plant and equipment, marketable equities of available-for-sales assets, trade and other receivables, financing receivables and bank accounts of its various subsidiaries in Indonesia.

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

	Group			
	4Q 2014 S\$'000	4Q 2013 S\$'000 (Restated)	31.12.14 S\$'000	31.12.13 S\$'000 (Restated)
Cash flows from operating activities				
Profit before taxation	34,208	34,684	22,972	63,197
Adjustments for:				
Amortisation of intangible assets	16,304	4,074	16,401	10,876
Depreciation of property, plant and equipment	123,266	28,303	316,909	60,901
Depreciation of investment properties	5,636	5,633	22,557	22,491
Net fair value loss on available for sales assets and derivatives	25,635	(2,843)	18,601	(4,882)
Currency translation difference	235,417	(34,603)	463,050	(220,943)
Provision for employee benefits	3,208	(5,225)	2,584	(3,509)
Impairment loss/(reversal) on trade receivables	7,279	(165)	20,558	(165)
Allowance for inventories obsolescence	-	174	-	174
Gain/(loss) on sale of property, plant & equipment	(22,772)	4,060	(33,155)	(26,266)
Gain on present value of non-convertible bond	-	(20,579)	-	(20,579)
Fair value loss on derivative instruments	2,683	-	2,683	-
Share of associated companies' result	11,450	(1,190)	30,625	(7,820)
Interest expense	38,639	28,760	131,625	75,208
Interest income	(6,444)	(5,922)	(27,103)	(24,822)
Cash from/(used in) operations before changes in working capital	474,509	35,161	988,307	(76,139)
Changes in working capital				
(Increase) / decrease in land inventories	(328)	2,901	(12,706)	(11,296)
Decrease / (increase) in other inventories	39,457	(68,397)	112,024	47,234
Increase in operating receivables	(112,554)	(7,487)	(154,960)	(51,518)
Increase in operating payables	26,900	37,988	103,312	67,868
Cash generated from/(used in) operating activities	427,984	166	1,035,977	(23,851)
Income tax paid	(20,913)	(22,735)	(80,559)	(45,645)
Employee benefits paid	(1,093)	(5)	(2,026)	(287)
Interest paid	(70,612)	(44,049)	(173,217)	(91,877)
Interest received	1,517	265	6,731	2,017
Deposits refunded to tenants/golf members	(1,426)	(425)	(154)	(2,194)
Net cash generated from/(used in) operating activities	335,457	(66,783)	786,752	(161,837)
Cash flows from investing activities				
Acquisition of intangible assets	(79)	(410)	(79)	(414)
Acquisition of property, plant and equipment	(411,246)	(34,659)	(922,847)	(100,598)
Acquisition of subsidiaries, net of cash acquired (Note A)	-	-	-	(919,281)
Disposal of subsidiaries, net of cash disposal (Note B)	2,710	-	2,710	-
Acquisition of other assets	(3,373)	(35,089)	(95,173)	(48,737)
Dividend from associated companies	60	90	60	4,454
Proceeds from sale of property, plant and equipment	76,175	8,173	138,739	54,652
Net cash used in investing activities	(335,753)	(61,895)	(876,590)	(1,009,924)

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

	Group			
	4Q 2014 S\$'000	4Q 2013 S\$'000 (Restated)	31.12.14 S\$'000	31.12.13 S\$'000 (Restated)
Subscription of convertible bond	-		-	80,000
Proceeds from other financing activities	5,389	57,329	404,256	131,917
Repayment to other financing activities	(8,648)	(37,053)	(94,148)	(9,264)
Acquisition of non-controlling interest	-	(5,209)	-	(362,909)
Proceeds from bank borrowings	25,035	91,756	730,433	819,155
Repayment of bank borrowings	(42,727)	-	(959,721)	(53,196)
Share issue expenses	-	(2,983)	-	(2,983)
Proceeds from issuance of right issue	-	-	-	675,495
Dividends received from/(paid to) non-controlling interest	-	607	(1,590)	(2,942)
Net cash (used in)/generated from financing activities	(20,951)	104,447	79,230	1,275,273
Net (decrease)/increase in cash and cash equivalent	(21,247)	(24,231)	(10,608)	103,512
Cash and cash equivalents at beginning of period	179,002	194,512	168,363	66,769
Effect of currency translation on cash and cash equivalent	3,537	(1,918)	3,537	(1,918)
Cash and cash equivalents at end of period	161,292	168,363	161,292	168,363

Note A: Acquisition of subsidiaries

The Company acquired 52.35% of PT Indomobil Sukses Internasional Tbk in 2013 and the Purchase Price Allocation (PPA) exercise in accordance with FRS 103 Business Combinations has now been completed during the year. The provisional goodwill has been revised including the recognition of intangible assets for dealership and distributorship. The fair value of the identifiable assets and liabilities as at acquisition date (after PPA exercise) were as follows:-

	Fair value recognised on acquisition S\$'000
Total assets	2,669,379
Total liabilities	(1,681,601)
Non-controlling interest	(62,947)
Total identifiable net assets at fair value	924,831
Share of identifiable net assets at fair value	484,150
Goodwill arising from acquisition	504,036
	988,186
Consideration transferred for the acquisition	
Cash	803,483
Issued of convertible and non-convertible bonds	184,703
	988,186
Effect of the acquisition on cash flow:	
Cash consideration	988,186
Less: Cash balance in subsidiaries acquired	(68,905)
Cash outflow on acquisition	919,281

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

Note B: Disposal of subsidiary

During the year, the Group disposed the entire equity interest in its subsidiary, Starhome Limited. The carrying value of assets and liabilities disposed and discharged were as follows:-

	Carrying Value S\$'000
Total net assets	16,634
Gain on disposal	10,496
<hr/> Consideration for disposal	<hr/> 27,130
 <u>Consideration transferred for the disposal</u>	
Cash	2,710
Deferred payment	24,420
<hr/>	<hr/> 27,130
 <u>Effect of the disposal on cash flow:</u>	
Cash consideration	2,710
Less: Cash balance in subsidiaries disposed	-
<hr/> Cash inflow on disposal	<hr/> 2,710

1(d)(i). A statement (for the issuer and group) showing either (i) all the changes in equity or (ii) changes in equity other than those arising from capitalization issues and distributions to shareholders, together with a comparative statement for the corresponding period of the immediately preceding financial year.

Consolidated statement of changes in equity for the period ended 31 December 2014:

	Share Capital \$'000	Capital Reserve \$'000	Translation Reserve \$'000	Hedging Reserve \$'000	Fair Value Reserve \$'000	Other Reserves \$'000	Retained Earnings \$'000	Total \$'000	Non- controlling Interests \$'000	Total Equity \$'000
Balance as at 1 January 2013	1,207,642	-	(2,242)	-	-	(2,838)	58,149	1,260,711	23,440	1,284,151
Profit for the period, as reported	-	-	-	-	-	-	7,023	7,023	18,495	25,518
Purchase price allocation adjustment	-	-	-	-	-	-	(6,480)	(6,480)	(4,320)	(10,800)
Profit for the period, as restated	-	-	-	-	-	-	543	543	14,175	14,718
Other comprehensive income	-	-	(48,707)	2,999	(9,468)	-	-	(55,176)	(36,045)	(91,221)
Total comprehensive (expense)/ income for the period, as restated	-	-	(48,707)	2,999	(9,468)	-	543	(54,633)	(21,870)	(76,503)
Convertible bond - equity component	-	80,000	-	-	-	-	-	80,000	-	80,000
Issue of new shares	675,495	-	-	-	-	-	-	675,495	-	675,495
Acquisition of a subsidiary with non-controlling interests	-	-	-	-	-	-	-	-	503,629	503,629
Dividend paid	-	-	-	-	-	-	-	-	(3,547)	(3,547)
Changes in interest in subsidiaries and effect of transaction with non-controlling interest	-	-	-	-	-	338	-	338	(358,024)	(357,686)
Balance as at 30 September 2013, as restated	1,883,137	80,000	(50,949)	2,999	(9,468)	(2,500)	58,692	1,961,911	143,628	2,105,539
Profit for the period, as reported	-	-	-	-	-	-	40,438	40,438	4,241	44,679
Purchase price allocation adjustment	-	-	-	-	-	-	(4,633)	(4,633)	(1,847)	(6,480)
Profit for the period, as restated	-	-	-	-	-	-	35,805	35,805	2,394	38,199
Other comprehensive income	-	-	(21,692)	2,146	5,201	1,205	-	(13,140)	(333)	(13,473)
Total comprehensive (expense)/income for the period, as restated	-	-	(21,692)	2,146	5,201	1,205	35,805	22,665	2,061	24,726
Dividend paid	-	-	-	-	-	-	-	-	(27)	(27)
Share issue expenses	(2,983)	-	-	-	-	-	-	(2,983)	-	(2,983)
Changes in interest in subsidiaries and effect of transaction with non-controlling interest	-	1,711	-	-	-	7,957	-	9,668	11,928	21,596
Balance as at 31 December 2013 as restated	1,880,154	81,711	(72,641)	5,145	(4,267)	6,662	94,497	1,991,261	157,590	2,148,851

1(d)(i). A statement (for the issuer and group) showing either (i) all the changes in equity or (ii) changes in equity other than those arising from capitalization issues and distributions to shareholders, together with a comparative statement for the corresponding period of the immediately preceding financial year (cont'd)

Consolidated statement of changes in equity for the period ended 31 December 2014:

	Share Capital \$'000	Capital Reserve \$'000	Translation Reserve \$'000	Hedging Reserve \$'000	Fair Value Reserve \$'000	Other Reserves \$'000	Retained Earnings \$'000	Total \$'000	Non- controlling Interests \$'000	Total Equity \$'000
Balance as at 1 January 2014, as reported	1,880,154	81,711	(72,641)	5,145	(4,267)	6,662	105,611	2,002,375	622,542	2,624,917
Purchase price allocation adjustment	-	-	-	-	-	-	(11,114)	(11,114)	(464,952)	(476,066)
Balance as at 1 January 2014, as restated	1,880,154	81,711	(72,641)	5,145	(4,267)	6,662	94,497	1,991,261	157,590	2,148,851
Loss for the period	-	-	-	-	-	-	(19,677)	(19,677)	(4,928)	(24,605)
Other comprehensive income/(expenses)	-	-	2,604	(867)	(7,941)	-	-	(6,204)	(2,102)	(8,306)
Total comprehensive income/(expenses) for the period	-	-	2,604	(867)	(7,941)	-	(19,677)	(25,881)	(7,030)	(32,911)
Dividend paid to non-controlling interest	-	-	-	-	-	-	-	-	(1,590)	(1,590)
Changes in interest in subsidiaries and effect of transaction with non-controlling interest	-	-	-	-	-	(1,040)	-	(1,040)	4,488	3,448
Balance as at 30 September 2014, as restated	1,880,154	81,711	(70,037)	4,278	(12,208)	5,622	74,820	1,964,340	153,458	2,117,798
Profit for the period	-	-	-	-	-	-	27,194	27,194	1,757	28,951
Other comprehensive income/(expenses)	-	-	7,696	(832)	11,893	(131)	-	18,626	9,925	28,551
Total comprehensive income/(expenses) for the period	-	-	7,696	(832)	11,893	(131)	27,194	45,820	11,682	57,502
Dividend paid to non-controlling interest	-	-	-	-	-	-	-	-	-	-
Changes in interest in subsidiaries and effect of transaction with non-controlling interest	-	-	-	-	-	381	-	381	9,234	9,615
Balance as at 31 December 2014	1,880,154	81,711	(62,341)	3,446	(315)	5,872	102,014	2,010,541	174,374	2,184,915

Note:

The prior year adjustment arose from the completion of Purchase Price Allocation ("PPA") during the current financial period pertaining to the acquisition of PT Indomobil Sukses Internasional Tbk in FY 2013.

1(d)(i). *A statement (for the issuer and group) showing either (i) all the changes in equity or (ii) changes in equity other than those arising from capitalization issues and distributions to shareholders, together with a comparative statement for the corresponding period of the immediately preceding financial year.*

Statement of changes in equity of the Company for the period ended 31 December 2014:

	Share Capital S\$'000	Capital reserve S\$'000	Accumulated losses S\$'000	Total S\$'000
Balance as at 1 January 2013	1,207,642	-	(14,433)	1,193,209
Convertible bond - equity component	-	80,000	-	80,000
Issue of new shares	675,495	-	-	675,495
Total comprehensive expense for the period	-	-	12,320	12,320
Balance as at 30 September 2013	1,883,137	80,000	(2,113)	1,961,024
Share issue expenses	(2,983)	-	-	(2,983)
Total comprehensive income for the period	-	-	1,495	1,495
Balance as at 31 December 2013	1,880,154	80,000	(618)	1,959,536
Balance as at 1 January 2014	1,880,154	80,000	(618)	1,959,536
Total comprehensive expense for the period	-	-	(28,921)	(28,921)
Balance as at 30 September 2014	1,880,154	80,000	(29,539)	1,930,615
Total comprehensive expense for the period	-	-	(20,234)	(20,234)
Balance as at 31 December 2014	1,880,154	80,000	(49,773)	1,910,381

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

Shares to be issued upon exercise of conversion right of convertible bond:-

The details are as follows:

	As at 31 Dec 2014	As at 31 Dec 2013
Conversion right of convertible bond	250,000,000	250,000,000

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

The total number of issued shares excluding treasury shares as at 31 December 2014 and 31 December 2013 were 4,824,965,112. The company does not hold any treasury shares as at 31 December 2014 and 31 December 2013.

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

None.

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

The financial statements have not been audited or reviewed by the auditor.

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

Not applicable.

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

The Group has applied accounting policies and methods of computation in the financial statements for the current reporting period consistent with those of the audited financial statements as at 31 December 2013, except as disclosed in Note 5.

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

The accounting policies adopted are consistent with those of the previous financial year except that in the current financial year, the Group has adopted the new and revised standards and interpretations of FRS (INT FRS that are effective for annual periods beginning on or after 1 January 2014. The adoption of these standards and interpretations does not have any effect on the financial performance or position of the Group and the Company.

Prior year adjustment in accordance with FRS 103 Business Combinations

The comparative figures for 2013 have been restated to reflect the effects of the retrospective adjustment arising from the finalisation of the provisional Purchase Price Allocation (PPA), relating to the acquisition of 52.35% of PT Indomobil Sukses Internasional Tbk ("PT IMAS") which was acquired during the financial year ended 31 December 2013.

In accordance with FRS 103 Business Combinations, the provisional goodwill previously recognised has been retrospectively adjusted to reflect the recognition of dealership, distributorship, inventory and associates.

Accordingly, the results for the previous financial year ended 31 December 2013 have been restated to include amortisation, cost of sales and the corresponding reduction in income from the finalisation of the PPA exercise. The adjustments were also made to the intangible assets, deferred taxation and reserves balances in the statement of financial position.

The following adjustments were made to reflect the effects of the retrospective adjustment arising from the finalisation of the fair values of the assets and liabilities relating to the acquisition:

a. Statement of financial position

	2013 S\$'000 Incr/(Decr)
<u>Balance sheet as at 31 December</u>	
Intangible assets	(447,826)
Associated companies	67,049
Total assets	<u>(380,777)</u>
Deferred tax liabilities	95,288
Total liabilities	<u>95,288</u>
Retained profits	(11,114)
Non-controlling interest	(464,951)
Total equity	<u>(476,065)</u>

b. Income Statement

	4Q 2013 S\$'000 Incr/(Decr)	Full year 2013 S\$'000 Incr/(Decr)
Cost of sales	4,584	12,225
General and administrative expenses	4,057	10,818
Taxation	(2,161)	(5,762)
Non-controlling interest	(1,847)	(6,167)
Profit attributable to equity holders of the company	<u>4,633</u>	<u>11,114</u>

6. **Earnings per ordinary share of the group for the current financial period reported on and the corresponding period of the immediately preceding year, after deducting any provision for the preference dividends; (a) Based on weighted average number of shares and (b) On a fully diluted basis (detailing any adjustments made to the earnings)**

Loss per ordinary share for the period based on profit attributable to equity holders of the company:

	Group			
	4Q 2014	4Q 2013 (Restated)	Full Year 2014	Full year 2013 (Restated)
Net profit attributable to equity owners of the Company (S\$'000)	27,194	35,805	7,517	36,348
(i) Based on the weighted average number of ordinary shares on issue (cents)	0.564	0.742	0.156	0.904
(ii) On a fully diluted basis (cents)	0.536	0.706	0.148	0.868

7. **Net asset value (for the issuer and group) per ordinary share based on the total number of issued shares excluding treasury shares of the issuer at the end of the (a) current financial period reported on; and (b) immediately preceding financial year.**

	Group		Company	
	31.12.14	31.12.13 (Restated)	31.12.14	31.12.13
Net asset value per ordinary share	41.67 cents	41.27 cents	39.6 cents	40.61 cents

The net asset value per ordinary share is calculated using the Group's net assets value as at end of each period divided by the share capital of 4,824,965,112 ordinary shares as at 31 December 2014 and 31 December 2013

8. **A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. It must include a discussion of (a) any significant factors that affected the turnover, costs, and earnings of the group for the current financial period reported on, including (where applicable) seasonal or cyclical factors; and (b) any material factors that affected the cash flow, working capital, assets or liabilities of the group during the current financial period reported on.**

4th Quarter 2014 (4Q 2014) vs. 4th Quarter 2013 (4Q 2013) (Restated)

Profit & Loss Statement

IMAS's 4Q 2014 revenue was S\$557.0 million as compared to S\$479.0 million in 4Q 2013. GV excluding IMAS, the revenue was S\$99.9 million as compared to S\$97.8 million in 4Q 2013. Combined, the Group's revenue was S\$656.9 million, 14.0% higher than 4Q 2013's S\$576.8 million. Higher Group revenue was mainly due to recognition of resort land sales of S\$57.6 million and higher passenger car sales and car financing contributed from IMAS.

IMAS's 4Q 2014 cost of sales was S\$478.5 million as compared to S\$421.6 million in 4Q 2013. GV excluding IMAS, the cost of sales was S\$43.2 million as compared to S\$49.4 million in 4Q 2013. Combined, the Group's cost of sales was S\$521.7 million, higher than 4Q 2013's S\$471.0 million which was in line with higher revenue. The Group reported higher gross profit of S\$135.2 million in 4Q 2014 as compared to S\$105.9 million in 4Q 2013, mainly due to the contribution from resort land sales.

IMAS's 4Q 2014 "general and administrative expenses" was S\$31.6 million as compared to S\$33.7 million in 4Q 2013. GV excluding IMAS, "general and administrative expenses" was S\$22.7 million (including S\$16.2 million for amortisation of intangible assets relating to IMAS acquisition – PPA exercise) as compared to S\$16.0 million in 4Q 2013. Combined, the Group's "general and administrative expenses" was S\$54.3 million as compared to 4Q 2013's S\$49.7 million. Higher Group expenses were mainly due to the amortisation of the intangible assets of IMAS's acquisition.

IMAS's 4Q 2014 "other operating expenses" was S\$40.8 million as compared to S\$27.5 million in 4Q 2013. GV excluding IMAS, "other operating expenses" was S\$10.2 million as compared to S\$5.7 million in 4Q 2013. Combined, the Group's "other operating expenses" were S\$51.0 million as compared to 4Q 2013's S\$33.2 million. Higher Group expenses were mainly due to higher passenger car marketing and promotion expenses, manpower costs and foreclosure costs. The Group's higher financing cost in 4Q 2014 was due to higher interest rates.

IMAS's 4Q 2014 "other income net of other expenses" was S\$35.9 million as compared to S\$6.3 million in 4Q 2013. GV excluding IMAS, "other income net of other expenses" was S\$9.9 million as compared to S\$25.0 million in 4Q 2013. Combined, the Group's "other income net of other expenses" was S\$45.8 million in 4Q 2014 which was higher than 4Q 2013's S\$31.3 million. This was mainly due to gain on disposal of non-core property and subsidiary.

The Group's 4Q 2014 "share of associate's result" was S\$7.6 million loss as compared to 4Q 2013's S\$1.2 million profit and was mainly due to share of IMAS's Associates' losses.

IMAS's 4Q 2014 net profit was S\$2.2 million as compared to S\$0.9 million in 4Q 2013. GV excluding IMAS, net profit was S\$25.0 million (including amortisation of intangible assets and interest costs of IMAS's acquisition) as compared to S\$34.9 million in 4Q 2013. Combined, the Group's net profit for 4Q 2014 was S\$27.2 million as compared to 4Q 2013's S\$35.8 million net profit.

12 months 2014 (FY 2014) vs. 12 months 2013 (FY 2013) (Restated)

Inclusion of results of company acquired by the Group: The FY 2014 results included consolidation of PT Indomobil Sukses Internasional Tbk's ("IMAS") 12 month results. As the corresponding FY 2013 results only contain the consolidation impact of IMAS's 8 months results from May to December 2013 as it was acquired on 2 May 2013, the consolidated results for FY 2014 were not strictly comparable to the FY 2013.

Profit & Loss Statement

IMAS's FY 2014 revenue was S\$2,074.0 million in FY 2014 as compared to FY 2013's S\$1,629.8 million. During the period under review, IMAS registered lower revenue from the passenger car's sales and weakening of Singapore/Rupiah exchange rate as compared to FY 2013. This was mitigated by the launch of new Datsun Low Cost Car in May 2014, higher car financing revenue. GV excluding IMAS, the revenue was S\$254.3 million in FY 2014 as compared to FY 2013's S\$225.0 million. This was mainly due to recognition of resorts land sales of S\$87.7 million. Combined, the Group's revenue was S\$2,328.3 million, significantly higher than FY 2013's S\$1,854.7 million.

IMAS's FY 2014 cost of sales was S\$1,792.9 million as compared to S\$1,428.2 million in FY 2013. GV excluding IMAS, FY 2014's cost of sales was S\$154.1 million which was comparable to FY 2013 cost of sales of S\$168.1 million which included S\$12.3 million adjustment relating to IMAS's acquisition. Combined, the Group's cost of sales was S\$1,946.9 million in FY 2014 as compared to FY 2013's S\$1,596.4 million. With IMAS's higher profit margin of 13.6% in FY 2014 as compared to 12.4% in FY 2013 and contribution from higher resorts land sales, the Group reported higher gross profit of S\$381.4 million in FY 2014 as compared to S\$258.5 million in FY 2013.

IMAS's FY 2014 "general and administrative expenses" was S\$118.8 million as compared to FY 2013's S\$83.7 million in FY 2013. GV excluding IMAS, "general and administrative expenses" was S\$33.2 million which included S\$16.2 million for amortisation of intangible assets relating to IMAS's acquisition in FY 2014 was comparable to FY 2013's S\$33.1 million which included S\$10.8 million for amortisation of intangible assets relating to IMAS's acquisition. Combined, the Group's "general and administrative expenses" was S\$151.9 million as compared to FY 2013's S\$116.8 million. Higher

Group expenses were mainly due to IMAS's higher manpower costs, rental expenses in relation to the Nissan dealership and higher amortisation of intangible assets relating to IMAS's acquisition.

IMAS's FY 2014 "other operating expenses" was S\$142.0 million as compared to FY 2013's S\$91.8 million in FY 2013. GV excluding IMAS, "other operating expenses" was S\$22.3 million as compared to S\$22.2 million in FY 2013. Combined, the Group's "other operating expenses" was S\$164.3 million as compared to FY 2013's S\$114.0 million. Higher Group expenses were mainly due to IMAS's higher passenger car marketing and promotion expenses, manpower costs and foreclosure costs.

IMAS's FY 2014 "finance costs" was S\$80.3 million as compared to FY 2013's S\$43.5 million. GV excluding IMAS, "finance costs" was S\$51.3 million in FY 2014 as compared to S\$31.7 million. Combined, the Group's "finance costs" was S\$131.6 million as compared to FY 2013's S\$75.2 million. Higher Group's "finance costs" was mainly due to higher IMAS acquisition related interest cost (interest cost for 12 month period in FY 2014 as compared to 8 month period FY 2013) and higher interest rate as compared to corresponding period.

IMAS's FY 2014's "Other income net of other expenses" of S\$78.4 million as compared to FY 2013's S\$54.5 million. GV excluding IMAS, "Other income net of other expenses" was S\$11.4 million as compared to FY 2013's S\$27.4 million. Combined, the Group's "Other income net of other expenses" was S\$89.7 million in FY 2014 as compared to FY 2013's S\$81.9 million. Higher Group "Other income net of other expenses" was due to gain on disposal of non-core property and subsidiary.

The Group's FY 2014 "share of associate's result" was S\$30.6 million loss as compared to FY 2013's S\$7.8 million profit and was mainly due to share of IMAS Associates' losses. IMAS's associates have provided additional provisions to incentivize agents in marketing and promoting vehicle sales.

IMAS reported a net loss of S\$13.4 million in FY 2014 as compared to profit of S\$25.8 million in FY 2013. GV excluding IMAS, net profit was S\$20.9 million (including amortisation of intangible assets and interest costs relating to IMAS's acquisition) as compared to S\$10.5 million in FY 2013. Combined, the Group's net profit was S\$7.5 million for FY 2014 as compared to FY 2013's S\$36.3 million net profits.

Balance Sheet

The Group's property, plant and equipment was higher than FY2013's and was mainly due to cost relating to deployment of passenger car showrooms and service centers in Indonesia.

The Group's cash and bank balances as at 31 December 2014 were S\$161.3 million, representing S\$7.1 million decrease from FY2013's S\$168.4 million. The decrease was mainly due to repayment of borrowing and interests from bond issued. The Group's borrowings and debt securities as at 31 December 2014 were S\$2.2 billion. Of the total debt of S\$2.2 billion, S\$784.7 million relates to IMAS' financial services business.

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

No forecast or prospect statement has been previously disclosed.

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

While the Group is hopeful with the launch of Datsun Low Cost Car, it remains cautious of the Indonesian Rupiah exchange rate and high interest rate.

The Industrial Park and Utilities business are recovering from last global crisis while businesses remain challenging and electricity consumption remains low. With increasing labour cost, foreign currency volatilities and potential surcharge on natural gas purchases, the Industrial Parks' and Utilities' margin will be impacted. The Group continues to deliver resorts land sales and is hopeful of higher contributions from Phase 1 of the Lagoi Bay Development.

11. If a decision regarding dividend has been made.

Not applicable.

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

No dividend has been declared (recommended) for the quarter ended 31 December 2014.

13. *Segmented revenue and results for business or geographical segments (of the group) in the form presented in the issuer's most recently audited financial statements with comparative information for the immediately preceding year.*

Group	Industrial Park		Utilities		Resort operations		Property development		Automotive		Corporate		Total	
	FY2014 S\$'000	FY2013 S\$'000	FY2014 S\$'000	FY2013 S\$'000	FY2014 S\$'000	FY2013 S\$'000	FY2014 S\$'000	FY2013 S\$'000	FY2014 S\$'000	FY2013 S\$'000	FY2014 S\$'000	FY2013 S\$'000	FY2014 S\$'000	FY2013 S\$'000
Operating revenue														
Total sales	39,625	40,537	105,806	108,116	21,225	20,790	87,672	55,540	2,074,000	1,629,765	-	-	2,328,328	1,854,748
Segment results														
Profit/(loss) from operation	(2,719)	(3,689)	32,099	17,785	(5,255)	(8,444)	67,977	40,325	62,720	68,472	(225)	23,956	154,597	138,405
Finance costs													(131,625)	(75,208)
Profit before taxation													22,972	63,197
Taxation													(18,626)	(10,281)
Profit after taxation													4,346	52,916
Attributable to:														
Equity holders of the company													7,517	36,348
Non-controlling interests													(3,171)	16,568
													4,346	52,916

Note:

IMAS is considered as one operating segment and is organized into automotive segment because the decisions for resource allocation and performance assessment are made directly by the Board of IMAS, taking into account the opinion of the GV Board. As the corresponding FY 2013 contains the consolidation impact of IMAS's 8 months results from May to Dec 2013, the automotive segment results were not strictly comparable to the FY 2014.

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

Industrial Parks. Industrial parks revenue was lower due to lower average rental and occupancy rate. However, FY 2014's loss of S\$2.7m was lower than FY 2013's S\$3.7m due to lower operating cost.

Utilities. Lower utilities revenue was mainly due to decreased demand from industrial park's tenants. However, this segment registered improved margin due to lower fuel consumptions, gas costs and lower operating expenses.

Resort Operations. Resorts segment registered a lower loss, mainly due to higher revenue and lower operating costs from its ferry operations. In FY2014, segmental loss from resorts segment was S\$5.3 million as compared to FY2013's S\$8.4 million.

Property Development. In FY2014, our Property Development business recognised S\$87.7 million of resorts land sales, as compared to S\$55.5 million in FY2013. Accordingly, segmental profit of property development segment increased from S\$40.3 million in FY2013 to S\$68.0 million in FY2014.

Automotive. Automotive segment registered a lower profit of S\$62.7 million as compared to FY 2013's profit of S\$68.5 million. This was mainly due to lower passenger car sales, higher depreciation, marketing expenses, and losses from its associates.

15. A breakdown of sales as follows:

The breakdown of sales of the Group is as follows:

	GROUP		
	Full year 2014 S\$'000	Full year 2013 S\$'000 (Restated)	+ / (-) %
(a) Revenue reported for the first half year	1,080,454	600,655	80
(b) Profit /(loss) after tax before non-controlling interest reported for the first half year	(13,542)	14,632	(193)
(c) Revenue reported for second half year	1,247,874	1,254,093	-
(d) Profit after tax before non-controlling interest reported for second half year	17,888	38,284	(53)

16. A breakdown of the total annual dividends (in dollar value) for the issuer's latest full year and its previous full year as follows:- (a) Ordinary, (b) Preference, and (c) Total

Not applicable.

17. Pursuant to Rule 920 of the SGX-ST Listing Manual, details of the aggregate value of the interested person transactions transacted.

The aggregate value of the interested person transactions for the financial period ended 31 December 2014 was as follows:

Name of interested person	Aggregate value of all interested person transactions during the period under review (excluding transactions less than \$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920)	Aggregate value of all interested person transactions conducted under shareholders' mandate pursuant to Rule 920 (excluding transactions less than S\$100,000)
	S\$'000	S\$'000
PURCHASES		
PT Asuransi Central Asia Purchase of insurance		766
PT Sumalindo Alam Lestari Purchases		328
PT Indomarco Prismaatama Purchases		287
PT Mentari Subur Abadi Purchases		110
SALES		
PT Alam Indah Bintang Sales		(3,130)
PT Straits CM Village Sales		(3,041)
PT Wolfsburg Auto Indonesia Sales		(714)
PT Indofood Sukses Makmur Sales		(637)
PT Indomarco Prismaatama Sales		(304)
PT Swadharma Indotama Finance Sales		(108)
PT Indofood CBP Sukses Makmur Tbk Sales		(118)
CONVERTIBLE BOND		
PT Alam Indah Bintang Interest income Extension on convertible bond	(2,449) (47,500)	

18. Report of persons occupying managerial positions who are related to a Director, CEO or Substantial Shareholder

Pursuant to Rule 704(13) of the Listing Manual of the Singapore Exchange Securities Trading Limited, we confirm that none of the persons occupying managerial positions in Gallant Venture Ltd (the "Company") or any of its principal subsidiaries is a relative of a director or chief executive officer or substantial shareholder of the Company.

BY THE ORDER OF THE BOARD

CHOO KOK KIONG
EXECUTIVE DIRECTOR AND COMPANY SECRETARY
27 FEBRUARY 2015