ANNUAL REPORT 2008

Growing Enterprise

YOMA
STRATEGIC HOLDINGS LTD.

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Corporate Profile

Listed on the Singapore Exchange ("SGX") on 24 August 2006, Yoma Strategic Holdings Ltd. ("YSH" or the "Group") is a leading business corporation with current interests and activities in Myanmar and beyond. Registered in Singapore, YSH's principal activities involve the development of land, sale of private residential properties, construction, as well as design and project management for real estate developments in Myanmar and the People's Republic of China (the "PRC").

Nonetheless, the Group's long term vision is to be a multinational corporation with a diversified portfolio of businesses located in numerous countries across the Asia Pacific.

YSH has put in place a strategic platform for achieving this vision. The listing on the SGX has set high standards of corporate governance and a transparent system of reporting within YSH. Together with the stewardship of an experienced Board of Directors, the Group continues to set itself demanding performance standards.

YSH's growth will be derived from organic business expansion as well as via new acquisitions. The Group sees itself as an ideal business partner for multinational corporations from beyond the Asia Pacific, as it has the requisite experience in developing and managing successful business ventures in emerging markets such as Myanmar. Currently, YSH is reviewing several potential new business opportunities within and beyond Myanmar.

The Group's move into Jatropha Curcas and bio-diesel is brought about by the worldwide demand for bio-fuel and clean non-fossil fuel energy sources. Plantation Resources Pte Ltd ("PRPL") is a private company incorporated in Singapore, with principal involvement in plantation development and investment in the supply of agricultural crops and produce.

PRPL has been appointed to manage and operate the Maw Tin Estate, a 100,000 acre plantation in Myanmar that is intended to be substantially cultivated with Jatropha Curcas, a drought resistant perennial plant capable of producing oil which can be used as an alternative feedstock for bio-diesel. The global demand for bio-diesel is expected to increase in the long-term.

With this move YSH intends to create a broader and more balanced revenue stream by exploring new business opportunities outside the real estate sector and taking strategic stakes in projects that will yield recurring revenues for the Group.

Chairman's Message

DEAR SHAREHOLDERS,

In this second annual report and its first 12 full months of operations, YSH delivered a good set of financial and operating results for FY2008. We have laid a solid foundation for sustainable growth by combining ongoing organic growth initiatives with selective strategic acquisitions. We recognise that our future development and growth as a company will continue to be driven by astute selection of investment opportunities, proficient execution of investment projects, and a constant and steadfast reliance on our people.

In FY2008, I am pleased to report that our turnover grew by 18% to S$10.9 million, while profits attributable to equity holders stood at S$17.2 million. Our growth is a reflection of our unique strategic position and the competitive advantage we have built. We have in the past year, completed both the acquisition of Plantation Resources Pte Ltd ("PRPL") and Winner Sight Investments Ltd, which is reviewed below.

In February this year, we commenced with the development of Ivory Court Residences, a new cluster of single family bungalows on the existing Pun Hlaing Golf Estate in Myanmar. Spreading our wings further by capitalising on our expertise, we incorporated V-Pile Singapore Pte Ltd, to provide specialist micro piling, jack-in pile, jet-grouting, ground anchor and soil investigation services in Singapore.

WORLD-CLASS BIO-DIESEL PLAYER

Since last year, we have taken a majority stake in Plantation Resources Pte Ltd, a company with the exclusive rights to cultivate, manage and develop a 100,000 acre Jatropha Curcas plantation in Myanmar. This strategic initiative to produce critical

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1 Jatropha Curcas seeds
2 Bago Research Plantation at the Maw Tin Estate

Our future development and growth as a company will continue to be driven by astute selection of investment opportunities, proficient execution of investment projects, and a constant and steadfast reliance on our people.

Jatropha oil feedstock to meet the tremendous demand for bio-diesel in the ensuing years has laid the groundwork for us to become a major player in the cultivation of Jatropha Curcas. We have seen a lot of market interest in our plantation, as Jatropha Curcas is increasingly showing great promise to be the non-food feedstock for bio-diesel. Furthermore, our plantation is run in an ecologically sustainable manner, with various energy saving and recycling initiatives.

To date, about 2,000 acres of land have been cleared and prepared with 720 acres already planted at the Maw Tin Estate plantation, located in the Ayerwaddy Division of Myanmar. Plans for the first shipment of Crude Jatropha Oil this year is also in full progress.

At present, we are focused towards the use of improved germplasm and providing optimal conditions such as fertile soil and adequate moisture to maximise the genetic potential of the plant. With that in mind, we have entered into a formal agreement with The Sichuan University Faculty of Life Sciences, presently the foremost research authority on Jatropha Curcas, to collaborate in research and development to reap the fullest potential of this fuel crop.

We aim to be a world leader in producing sizeable

and sustainable bio-diesel feedstock. To this end, we have a number of natural advantages due to the availability of large tracks of land and an abundant of economical labour supply, and a favourable climate in Myanmar.

CYCLONE NARGIS RELIEF EFFORT

We are most fortunate that the recent Cyclone Nargis which devastated Myanmar's Ayerwaddy Delta did not cause significant damage to our plantation. Except for severe difficulties for access and some minor loss of plants, the majority of our crops remains intact. Nevertheless, in discharging our duty as a good corporate citizen, we have together with our associate companies, been actively involved in the relief efforts to the affected Ayerwaddy Division. Leading a large number of volunteers from within the ranks of our group, including medical staff from Pun Hlaing International Hospital, we were one of the first private companies present in the most remote corners of the affected areas distributing much needed relief items and saving lives. As the weeks went by, our work has shifted gradually from emergency relief work to rebuilding and reconstruction efforts to help victims of the cyclone to rebuild their lives. We are grateful to those who have generously donated to our Yoma Cyclone Relief Fund.

DEVELOPING PREMIER REAL ESTATE PROJECTS

Our emphasis on developing premier real estates projects will continue to be our guiding principle. In May this year, we have signed up our first batch of tenants at Yoma International Finance Centre ("Yoma IFC") at The Grand Central in Dalian, PRC, the 110,000 square metres composite building comprising the Yoma IFC office tower, Shama Luxe 5-star Serviced Apartments, and Grand Central high-end shopping mall. Being the first project of international standards in the Dalian Development Area ("DDA"), we are pleased to see premier foreign

1 Project team conducting a site inspection at The Grand Central site
2 Bungalow at Pun Hlaing Golf Estate

We are currently diversified across businesses sectors of real estate development and plantation management, as well as across the geographical locations of Myanmar, China and Singapore.


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owned corporations choosing to move into the building. The take-up rate of the respective spaces in the project as well as the rental rates, are within our targeted projections.

The Grand Central office and retail portions will be managed by CBRE, while Shama Luxe Grand Central, will be managed by Hong Kong's renowned Shama Group.

The Yoma IFC office tower has been operational since end of June 2008 while the remaining phases comprising the Shama Luxe Serviced Residences and Grand Central Fashion and Lifestyle Mall is expected to be completed by end 2008.

BALANCING RISKS AND RETURNS

We have grown over the years geographically and sectorally. This is a growth formula that has reduced our risks of execution and enhanced our returns on investment. We are currently diversified across businesses sectors of real estate development and plantation management, as well as across the geographical locations of Myanmar, China and Singapore.

We remain on the lookout for opportunities in China and Asia, which we believe will benefit from our unique and innovative approach to deliver world-class projects. We hope to bring some of these interesting projects to fruition soon.

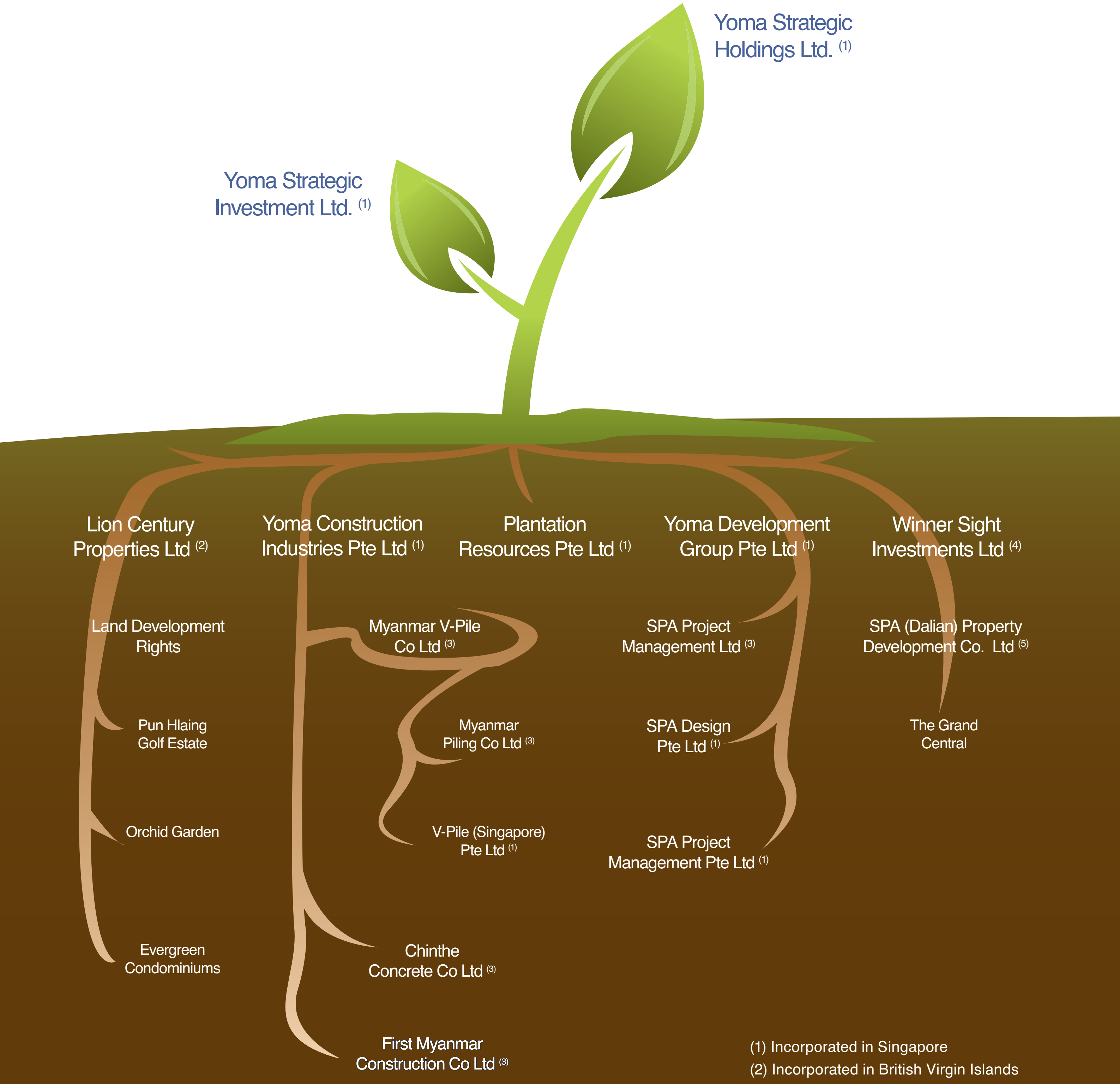
It has been a very satisfying year for YSH and on behalf of the Board, I would like to thank all our investors and business partners for their strong support and confidence.

Yours truly,

Mr Serge Pun
Chairman & CEO

3 Official Ground Breaking Ceremony of The Grand Central in June 2007

Corporate Structure



(1) Incorporated in Singapore
(2) Incorporated in British Virgin Islands
(3) Incorporated in Myanmar
(4) Incorporated in Hong Kong
(5) Incorporated in the PRC

Planting the Seeds of Success

Jatropha Curcas Plantation

Yoma initially owned a 52.86% stake in Plantation Resources Pte Ltd ("PRPL"), with shareholders' approval at an Extraordinary General Meeting. PRPL is a Singapore registered company possessing the rights to manage and market the produce from a 100,000 acre Jatropha Curcas plantation in the Ayerwaddy Division of Myanmar, known as the Maw Tin Estate.

Yoma's interest in PRPL had increased to 59.67% of the enlarged share capital of PRPL. The move was aimed at increasing the working capital of PRPL which will in turn help to boost the clearing and planting programme at the Maw Tin Estate.

Up till now, about 2,000 acres of land have been cleared and 720 acres planted. Following this, the first shipment of Jatropha feedstock is expected to be shipped by 2008.

PRPL is in the midst of developing crucial research and development capabilities to enhance the oil yield, and to improve the soil efficiency and growth of Jatropha Curcas via partnerships with leading research institutes in Asia. PRPL aims to extend its capabilities in Jatropha Curcas cultivation whose oil can become a strong alternative feedstock to palm oil and rape seed oil for inputs into bio-diesel.

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1 Jatropha Curcas seedling at the Bago Nursery
2 Visitors viewing the Bago Nursery

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Up till now, about 2,000 acres of land have been cleared and 720 acres planted. Following this, the first shipment of Jatropha feedstock is expected to be shipped by 2008.

3 Workers at the Jatropha Curcas plantation at the Maw Tin Estate
4 Workers harvesting Jatropha Curcas seeds at the Maw Tin Estate

Real Estate Development

MYANMAR

Pun Hlaing Golf Estate

Known as "The Pride of Myanmar", the Pun Hlaing Golf Estate ("PHGE") offers an unparalleled private and secure living and recreational experience – an environment and quality of life second to none in the Myanmar market. In the four years of the estate being in the market, the Pun Hlaing name has become a recognised brand synonymous with upmarket, international level luxury living in Myanmar.

FMI City – Orchid Garden

A township within itself, FMI City has its own sports and recreation centre, supermarket and shopping arcade, bank, wet market and a bus ferry service to downtown. During the past ten years, FMI City has become a benchmark for mass housing development in the Union of Myanmar.

Evergreen Condominiums

Evergreen Condominiums offer a comfortable, convenient and affordable lifestyle. Situated on a prime 9.34 acre plot of land in the North-East corner of PHGE, Evergreen Condominiums overlooks the 12th green of the Pun Hlaing Golf Course. It is a self-contained, eight building development launched in April 2003.

Riverside Development*

Situated on the banks of Hlaing River in the Hlaing Thaya District of Yangon, Riverside Development is a new development covering approximately 40 acres of land. The Riverside Development comprises a total floor area of 1.35 million square feet and is situated adjacent to the FMI City – Orchid Garden.

** The Group had given notice to Serge Pun & Associates (Myanmar) Limited ("SPA") that it intends to exercise its rights to acquire 52.5% of the land development rights of Riverside Development in Yangon, Myanmar from SPA. The completion of certain legal documentation is pending finalisation.*

Ivory Court Residences

The Ivory Court Residences ("Ivory Court") is a new development by YSH on PHGE. Located in the heart of PHGE, Ivory Court is set in a total land area of 8,726 square metres and will comprise a total of 12 units of modern, 3-bedroomed townhouses with staff quarters. Each of the units will have a built up area of 317.11 square metres (3,412.11 square feet) and eight of them will have prime views over the 18th fairway of the Pun Hlaing golf course and will be bordered by a lake.


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1 Ivory Court Residences under construction

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2 Bungalow integrated with Pun Hlaing Golf Estate
3 FMI City - Orchid Garden Bungalow
4 Interior of apartment in Evergreen Condominiums
5 Interior of bungalow in Orchid Garden
6 Evergreen Condominiums

PEOPLE'S REPUBLIC OF CHINA

Grand Central, Dalian

Riding on the robust economic growth in China, Yoma made a strategic step in broadening its real estate business beyond Myanmar, by making its first acquisition of a prime real estate located at the heart of Dalian Development Area ("DDA"), within Dalian city.

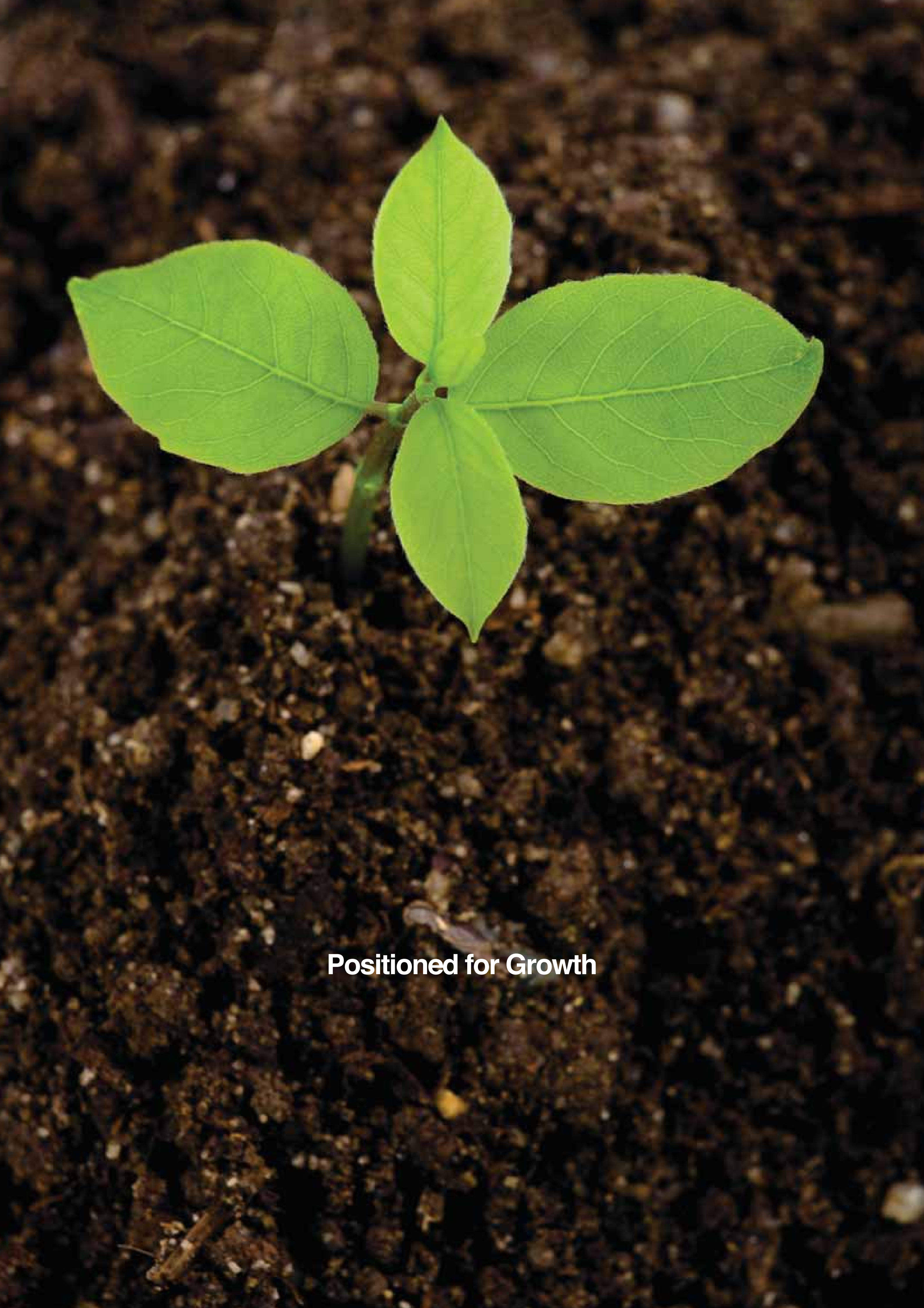
The proposed acquisition is part of the Group's strategic plans to undertake real estate projects outside of Myanmar and to launch new property developments in the near future. The move will also enable the Group to widen the geographical scope of its property development business.

On 21 December 2007, the Group's shareholders approved the acquisition of Winner Sight Investments Ltd and issue of option shares to GCREF Acquisitions VII Limited. This has led to the Group holding a 27% stake in the Zhong Bei Building in Dalian, Liaoning Province, PRC. Renamed as The Grand Central, the building is expected to be completed by end 2008.

The Grand Central is a 110,000 square metres mixed use development consisting of the Yoma International Finance Centre ("Yoma IFC") office tower, Shama Luxe 5-star serviced apartment, and Grand Central high-end shopping mall. This is the first premium, internationally managed mixed-use development in the DDA.

On 8 May 2008, Yoma signed its first batch of key tenants which comprise international companies. To date, The Grand Central is witnessing good response from other potential international tenants.

1 Project team at The Grand Central site
2 Project team in discussion on the development of the project
3 Mr Pun making his speech at the signing ceremony on 8 May 2008


Positioned for Growth

Financials Highlights and Review

Results of Operations for the Year ended 31 March

(S$'000)	FY2008	FY2007	Audited Proforma FY2006 (4)
Revenue	10,861	9,171	13,125
Profit/(Loss) before taxation	17,358	(14,149)	2,602
Taxation	(160)	(280)	(804)
Total Profit/(Loss)	17,198	(14,429)	1,798
Attributable to:			
Equity holders of the Company	18,262	(14,712)	1,436
Minority interest	(1064)	283	362
	17,198	(14,429)	1,798
Earnings per share (cents)	4.21 (1)	(3.99) (2)	0.39 (3)

Financial Positions as at 31 March

(S$'000)	FY2008	FY2007	Audited Proforma FY2006 (4)
Current Assets	11,200	10,222	11,820
Current Liabilities	6,434	4,839	6,074
Non-current Assets	118,980	86,333	85,967
Non-current Liabilities	338	-	-
Net Assets	123,408	91,716	91,713
Shareholders' Funds	123,408	91,716	91,713
Net tangible assets per share (cents)	26.00 (1)	21.18 (2)	24.43 (3)

Notes:
(1) Based on weighted average share capital of 433,581,982 ordinary shares.
(2) Based on weighted average share capital of 282,191,930 ordinary shares.
(3) Based on weighted average share capital of 369,163,952 ordinary shares.
(4) Based on the results of the Yoma Strategic Holdings Investments Ltd. ("YSIL") Group.

GROUP FINANCIAL PERFORMANCE

For the financial year ended 31 March 2008 ("FY2008"), the Group's revenue increased by 18% to S$10.9 million from S$9.2 million for the financial year ended 31 March 2007 ("FY2007"). On the whole, the Group achieved S$17.4 million of profit before tax and minority interest and recorded net profit after tax and minority interest of S$18.2 million in FY2008. This was a commendable improvement from net loss after tax and minority interest of S$0.8 million, after excluding goodwill arising from reverse acquisition written off of S$13.9 million, incurred in FY2007.

SEGMENTAL FINANCIAL PERFORMANCE

The Group's business segments comprise sales of houses and land development rights, construction related activities, professional services and agricultural related activities.

Revenue from sales of houses and land development rights for FY2008 was S$1.14 million while the revenue contribution for FY2007 was S$1.83 million. As a result of the slowdown of the real estate sector in Myanmar, profit contribution from sales of houses and land development rights decreased to S$0.09 million, after providing for doubtful debts of S$0.2 million, for the year under review compared to S$0.21 million in FY2007.

Revenue from construction related activities for FY2008 was S$6.17 million, an increase from S$5.99 million contributed in FY2007. The increase was a result of higher revenue generated from the piling and construction services. Profit contribution in FY2008, however, dipped slightly to S$0.54 million compared to S$0.80 million in FY2007, due to greater pressure on profit margins.

Revenue from professional services for FY2008 was S$3.55 million compared to S$1.35 million recorded in the previous corresponding year. This increase was attributed to the higher revenue from the Grand Central (formerly known as Zhong Bei Building) in the People's Republic of China (the "PRC") for the year under review. A S$0.06 million loss was recorded in FY2008 compared to a profit of S$0.39 million in FY2007. The loss was due to higher expenses incurred in FY2008.

During the year under review, the Group acquired Plantation Resources Pte Ltd ("PRPL") which is engaged in agricultural activities. PRPL hold the rights to manage and market the produce from a 100,000 acre Jatropha Curcas plantation. There was no revenue recorded during the year under review as the harvest of the Jatropha Curcas is expected to be in the next financial year. A S$2.8 million loss was recorded in FY2008 after the Group provided an impairment loss of S$2.4 million for the prepayments made to purchase a minimum quantity of crops pursuant to a Crop and Produce Supply Agreement.

In March 2007, the Group entered into a Sale and Purchase Agreement with Allied Win Group Limited ("AWGL") to purchase 75% of equity interest in Winner Sights Investments Ltd ("WSI"). Subsequent to the signing of this Sale and Purchase Agreement, the Group received a proposal from AWGL to reduce its proposed equity investment in WSI. Pursuant to the proposal, the Group would receive RMB100 million in return for reducing its proposed equity investment in WSI from 75% to 25%. In September 2007, the Group accepted AWGL's proposal and received the termination fee of S$19.25 million (RMB100 million) from AWGL.

BALANCE SHEET

The Group's cash and bank balances as at 31 March 2008 was $5.9 million compared to S$6.1 million as at 31 March 2007.

On 21 December 2007, the Group completed the acquisition of a 27% stake and assignment of shareholders' loans of S$13.5 million in Winner Sight Investments Limited. As at 31 March 2008, cost of investment in the associated company comprises cost of investment in the share capital of S$3.6 million and share of post acquisition reserves of S$3.2 million, after including negative goodwill of S$2.6 million.

There were also prepayments of S$4.7 million comprising payments made by PRPL of which the Group has a 59.67% interest in, for a minimum quantity of crops to be purchased pursuant to a Crop and Produce Supply Agreement. These prepayments will be offset against the price of the crops to be purchased by PRPL.

In addition, operating rights of S$8.2 million is attributable to the appointment of PRPL as the operator of the plantation project. PRPL will be entitled to receive 70% of the net profit after tax arising from the plantation project and the rights to purchase at least 70% of the crops produced from the plantation project.

As at 31 March 2008, land development rights amounted to S$81.0 million as compared to S$82.0 million on 31 March 2007. A desktop valuation by an independent valuer of land development rights was carried out to determine its fair value as at 31 March 2008. Based on the desktop valuation report, the market value of the land development rights is higher than the value recorded in the accounts. Accordingly, no provision for impairment loss was necessary.

The sales of the land development rights from August 2006 (date of the reverse acquisition) to March 2008 are as follows:-

(a) Pun Hlaing Golf Estate

(i)	3 plots sold to external parties	S$767,000
	1 plot sold to related company	S$802,000
		S$1,569,000

(ii) Out of the 3 plots sold to external parties, payment for 2 plots has been received in full. For the balance of 1 plot, approximately 60% of the sales proceeds have been received.

(iii) Profit attributable to the 3 plots sold to external parties is approximately S$135,000.

(b) FMI City - Orchid Garden

(i) 17 plots were sold to external parties for total revenue of S$727,000.

(ii) Out of the 17 plots, full payment has been received for 2 plots. For the balance of 15 plots, approximately 38% of the sales proceeds have been received.

(iii) Profit attributable to the 17 plots is approximately S$177,000.

(c) Evergreen Condominiums

The proposed apartments in Evergreen Condominiums have not been built yet. Based on the existing 2 blocks that were built previously, the sales from August 2006 to March 2008 were as follows:-

(i) 5 units were sold to external parties for total revenue of S$789,000.

(ii) Out of the 5 units, payment for 3 units was received in full. For the balance of 2 units, approximately 45% of the sales proceeds have been received.

(iii) Profit attributable to the 5 units is approximately S$432,000.

Net assets as at 31 March 2008 stood at S$123.4 million, while net assets recorded for the previous corresponding year was S$91.7 million. Intangible assets of S$2.6 million comprised principally of goodwill on consolidation arising from the acquisition of subsidiaries by Yoma Strategic Investments Ltd.

Cyclone Nargis Relief Effort

On 2 May 2008, Cyclone Nargis struck Myanmar, killing more than 100,000 people and leaving more than one million homeless. The effect of the cyclone on the people of Myanmar has been devastating, as lives and livelihoods were lost and whole villages vanished in the fury of the cyclone.

Our Jatropha Curcas plantation in the Maw Tin Estate was affected only to a limited extent and crop damage was not extensive. Furthermore, the Group's assets in Yangon were not materially impacted. More importantly, none of the staff suffered serious physical injury and there were no fatalities reported.

YOMA RELIEF FUND

As we have substantial business interests in Myanmar and as good corporate citizens, we decided quickly to do our bit for the Cyclone Nargis relief effort in Myanmar.

On 8 May 2008, we set up a Yoma Relief Fund with an initial S$100,000. The Fund is administered by Mr Kyi Aye our Non-Executive Director, who is also leading a committee that oversees the proper distribution and utilisation of the monies in the Fund.

Collectively, the Directors of Yoma have also agreed to give up 10% of their proposed Directors' fees for the financial year ended 31 March 2008. This brings the Yoma Relief Fund to approximately S$120,000, including the pledge by the Directors.

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1 Survey trip at Kwin Gyi Village to assess the damage
2 Mr Pun speaking with villagers on the rebuilding of Auk Pyun Wa Village

YOMA RELIEF EFFORT

Our commitment did not stop at the Yoma Relief Fund. On 13 May 2008, we announced that Yoma Strategic Holdings, together with its associated companies - SPA Myanmar and First Myanmar Investment Company ("Relief Group") have voluntarily taken over the responsibility for the immediate and ongoing relief efforts for the three areas of the Delta where Cyclone Nargis first hit. They are Hainggyi Island off Cape Negrais on the Bay of Bengal; Ngapudaw Township, an island in the Pathein River north of Middle Island and Hlaing Bone Township to the east of Middle Island between Laputa and Bogale. These are the hardest hit areas of the Ayerwaddy Division's Delta Region.

The Relief Group has also established five committees, namely, the External Relations Committee, the Internal Relations Committee, the Implementation Committee, the Coordination Committee and the Finance Committee to coordinate different aspects of the relief effort through our Relief Command Centre in Yangon.

To date, we are happy to report that approximately S$1.2 million in donations has been pledged by individuals and organisations directly and indirectly to the Command Centre to aid in the relief effort.

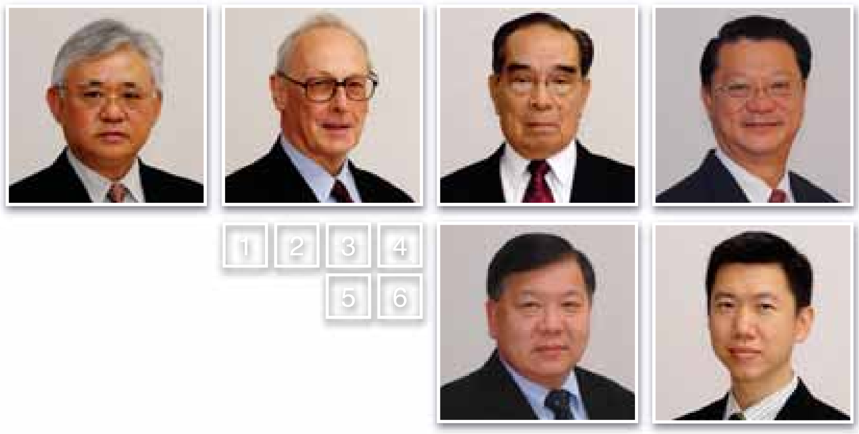
For example, Singapore Red Cross has pledged S$500,000 to the Relief Group to procure and distribute the necessary relief supplies. Working hand in hand with International Non-Governmental Organisations (INGOs) such as Save the Children, United Nations World Food Program and the International Red Cross and Red Crescent Societies, the Relief Group with their people on the ground are able to help with the logistics for the expeditious and efficient distribution of food aid and relief goods into the hands of the affected needy.

The Relief Group has committed about 1000 strong manpower resources for the relief effort for a period of about one to two months since the cyclone hit and will scale down progressively as expert relief agencies start to take over. Periodic updates on the ongoing relief effort are posted on our website to keep investors and the public informed as the rebuilding, rehabilitation and revitalisation of the affected areas in Myanmar continue.

3 Volunteers ferrying an injured child to the field hospital

4 Cyclone victims queueing to seek medical treatment at the field hospital

Board of Directors



1 MR SERGE PUN

Chairman & CEO

Serge Pun is a Myanmar national and the Chairman of the SPA Group. He founded Serge Pun & Associates Limited in 1983 in Hong Kong and was then primarily active in real estate brokerage and development. Serge Pun has led numerous real estate investments as a general partner in real estate limited partnerships, including projects such as Stewart Terrace on the Peak (1987 to 1988) and Village Gardens in Yau Yat Chuen (1988 to 1990). In these partnerships, Serge Pun was involved in the organisation, promotion and management of all real estate projects. In 1988, Serge Pun & Associates Limited opened its first overseas branch in Bangkok. Branches and subsidiaries in Kuala Lumpur (1990), Shenzhen (1988), Chengdu (1992) and Taipei (1992) followed in the ensuing years. Some of Serge Pun's more notable projects overseas were the Sand River Golf Club in Shenzhen (1991 to 1997) and the 1 million sq. ft. premier office building in Bangkok - Abdulrahim Place at 990 Rama IV (1989 to 2000). In 1991, Serge Pun decided to return to his hometown in Myanmar and set up the SPA Group, which has today grown to include about 40 operating companies active in 7 key businesses including financial services, manufacturing, real estate development, trading and distribution, the service industry, consulting and education, and information technology services. In 1999, Serge Pun was conferred the title of honoris causa Doctorate in Philosophy (Ph.D) in Business Administration by the Southern California University for Professional Studies. Serge Pun was appointed an Honorary Business Representative of International Enterprise Singapore for Myanmar from 2004 to 2007. He has been invited to many international forums as guest speaker or panellist on subjects relating to China, Myanmar and ASEAN.

Appointed to the board of YSH on 17 August 2006, Serge Pun is the Chairman and Chief Executive Officer of YSH.

2 MR JOHN E STRICKLAND

Lead Independent Director & Chairman Audit Committee

John Estmond Strickland GBS JP is a resident of Hong Kong. He spent most of his working career with the HSBC Holdings Plc ("HSBC") group of companies. From 1996 to 1998, he was the executive chairman of The Hong Kong and Shanghai Banking Corporation Limited, which has responsibility for HSBC's operations in Asia Pacific. Presently he is chairman of Hong Kong Cyberport Management Co Ltd., and a director of Hong Kong Exchanges and Clearing, Esquel Holdings Inc and IDS Group Ltd. He is also a member of the Council of The University of Hong Kong, President of the Outward Bound Trust, and a member of the boards of a number of non-government organisations. He has a Masters degree (MA) in Physics from the University of Cambridge and has been awarded honorary doctorates by the City University of Hong Kong and the Hong Kong Polytechnic University.

Appointed to the board of YSH on 17 August 2006, John Estmond Strickland is an Independent Director and the Chairman of the Audit Committee of YSH.

3 MR KYI AYE (ALTERNATE: MR KYAW PAING)

Non-Executive Director

Kyi Aye is a Myanmar national and a career banker. In his early days, after he has obtained his Bachelor of Commerce and Bachelor of Law degrees from the University of Rangoon, he went on to qualify as a Certified Public Accountant and underwent training at the Midland Bank of London and IMF Institute of Washington DC. He started his career in the banking industry in 1960, and was subsequently transferred to The Central Bank of Myanmar in 1965. He held many positions over 25 years in The Central Bank of Myanmar which included chief accountant (1987 to 1989) as well as executive director (1989 to 1991) of The Central Bank of Myanmar. In 1991, he was appointed as the managing director of Myanmar Economic Bank and, subsequently in 1992, as the governor of The Central Bank of Myanmar. He retired from The Central Bank of Myanmar in 1998 and was invited to become special adviser to the Chairman of Yoma Bank Ltd (a member of the SPA Group) in 2000, a position he has retired from since August 2005.

Re-appointed to the board of YSH on 23 July 2007, Kyi Aye is a Non-Executive Director of YSH.

4 MR NG FOOK LEONG PHILIP

Independent Director

Ng Fook Leong, Philip is a 26-year veteran with IBM who has held various marketing, technical as well as executive appointments at IBM Singapore Pte Ltd and the IBM Group. Philip Ng has worked in IBM Americas Far East Headquarters in the United States, IBM offices in Taiwan and IBM Regional Headquarters in Hong Kong. In 1994, Philip Ng left IBM to join Christie's as its regional managing director, Asia and Australia, and was concurrently chairman of the Asian Art Board, chairman of the Asia Management Board and a member of Christie's International Management Board. Subsequently, he was appointed to the main board of Christie's. In 2001, he left Christie's to pursue his own interest in Asian Art.

Appointed to the board of YSH on 17 August 2006, Philip Ng is an Independent Director of YSH and the Chairman of the Remuneration Committee of YSH.

5 MR BASIL CHAN

Independent Director

Basil Chan is the Founder and Managing Director of MBE Corporate Advisory Pte. Ltd. He also sits on the boards of AEM Holdings Ltd and RSH Limited, both public listed companies in Singapore, as their independent non-executive director. Basil Chan has more than 25 years of experience in audit, financial and general management, having held senior financial and management positions in both private and listed companies. Basil Chan is also a director and member of the Governing Council of the Singapore Institute of Directors. He was a member of the Corporate Governance Committee in 2001 that developed the Singapore Code of Corporate Governance and was a former member of the Accounting Standards Committee of the Institute of Certified Public Accountants of Singapore (ICPAS). Basil Chan holds a Bachelor of Science (Economics) Honours degree majoring in Business Administration from the University of Wales Institute of Science and Technology, Cardiff, Wales, UK. He is a Chartered Accountant by training and is a member of the Institute of Chartered Accountants in England and Wales as well as a member of ICPAS. He is a Fellow of the Singapore Institute of Directors.

Appointed to the board of YSH on 17 August 2006, Basil Chan is an Independent Director of YSH.

6 MR ADRIAN CHAN PENGEE

Independent Director

Adrian Chan Pengee is Head of the Corporate Department and a Senior Partner at Lee & Lee. He has been a partner there since 1995. He actively practises in the areas of mergers and acquisitions, venture capital work, corporate and commercial law, capital markets, domestic and international joint ventures, corporate finance, corporate restructuring, securities law, stock exchange practice and employment law. Adrian Chan serves on the Corporate Practice Committee of the Law Society of Singapore and is a director of Lovells Lee & Lee, the joint law venture between Lee & Lee and the international law firm, Lovells. He is an independent director on the boards of United Pulp & Paper Company Limited, Isetan (Singapore) Limited, Oniontech Limited and is the Non-Executive Chairman of AEM Holdings Ltd, which are public-listed companies on the Singapore Stock Exchange. Adrian Chan also serves on the Governing Council of the Singapore Institute of Directors and sits on the Listed Companies Committee of the Singapore International Chamber of Commerce. He has been elected to and serves on the Executive Council of the Association of Small and Medium Enterprises as its Honorary Secretary. In addition, he has been appointed the Honorary Legal Advisor to the Singapore Institute of Engineering Technologists. He holds a law degree from the National University of Singapore and is a member of the Singapore Academy of Law.

Re-elected to the board of YSH on 23 July 2007, Adrian Chan is an Independent Director of YSH and the Chairman of the Nominating Committee of YSH.

Key Management

MR STEVEN HOWARD NELSON

Managing Director, Lion Century Properties Ltd and SPA Project Management Pte Ltd

Steven Howard Nelson was born and educated in Australia where he obtained his TAFE (Technical And Further Education) building diploma. He started his career in 1971 as a building foreman and clerk of works with an established Sydney-based construction and development company in Australia. In 1975, he was transferred to the Australian Capital Territory where he was associated with city infrastructure development. During the 1980s, he worked in the Snowy Mountains of Australia for 5 years. He has experience in construction, civil engineering, site management, quantity survey, value engineering, architectural design, infrastructure development and project management in various hotels, commercial and high-rise office buildings, residential and governmental developments and infrastructure development projects. Subsequently, Steven Howard Nelson set up his own project management, design development and consultancy company. In March 1995, he joined SPAPM as a Construction Manager for the Sand-River Golf Course development in Shenzhen, China. In August 1997, he was recruited to be the Project Manager for PHGE. In February 2001, he was appointed Managing Director of SPAPM as well as Project Director of PHGE. Since January 2007, he has been the Managing Director of Lion Century Properties Ltd and SPA Project Management Pte Ltd.

MR LEE KAM SENG

Chief Financial Officer, Yoma Strategic Holdings Ltd.

Lee Kam Seng is a Certified Public Accountant of Singapore, a Fellow Member of the Association of Chartered Certified Accountants, United Kingdom and an Associate Member of the Institute of Chartered Secretaries and Administrators, United Kingdom. He started his career with the Port of Singapore Authority in 1974 and has over 30 years of experience in finance and accounting. In 1991 to 1994, he was appointed as the financial controller and company secretary of Singapore-listed Compact Metal Industries Ltd and subsequently went on to be the chief financial officer and company secretary of Yongnam Holdings Ltd, a construction firm listed on the SGX-ST, for 7 years. He has been the financial controller of MAE Engineering Ltd, a SGX-Sesdaq listed company, since 2001 and was subsequently promoted as Vice President (Corporate Services) until he was recruited to join YSIL as its chief financial officer in June 2005. He was appointed Chief Financial Officer of Yoma Strategic Holdings Ltd. in August 2006.

MR THAN OO

Project Director, Orchid Garden

Than Oo was educated in Yangon Institute of Economics and obtained in 1971 his Bachelor Degree in Commerce majoring in Accounting & Auditing. A Registered Accountant, Than Oo started his career as a civil servant in the Finance Department of Myanmar Oil and Gas Enterprise for 25 years. He left the company as a Senior Accountant (Internal and General) and worked for a logging company for 4 years. He joined SPAPM in October 2002 as Financial Administrator cum Contract Manager. In May 2005, he was promoted to the position of Project Director of Orchid Gardens Project.

MR RUI FILIPE GUEDES DA SILVA BARRETO

Managing Director, SPA Design Pte Ltd

Rui Filipe Guedes da Silva Barreto was born in Lisbon and currently resides in Yangon, Myanmar. Educated in Lisbon and Paris, he holds a number of university degrees and diplomas in interior design, architecture and urbanism. He started his career in 1973 with Andrault etParat in Paris. Subsequently, he worked with various international firms, including AART International and SODETEG (Thompson Group) in Paris, for various master planning, landscaping, hospital, shopping complex, private residential, university, office complex and other projects in Europe, the Middle East and Africa. In 1997, he moved to Yangon to work with the Total group of France and in 2001, he started his own design firm, AR&CO. In May 2002, he joined SPA to establish SPA Design. In December 2005, he was appointed the Managing Director of SPAPM and SPA Design. Since June 2007, he has been the Managing Director of SPA Design Pte Ltd.

DR SONE HAN

Managing Director of Myanmar V-Pile Co Ltd and V-Pile (Singapore) Pte Ltd

Sone Han, a Myanmar national, obtained his bachelor's and master's degree from Rangoon (Yangon) Arts and Science University. In 1981, he completed his doctorate program, Dr. rer.nat, in Geophysics from Bergakademie Freiberg, Germany. He started his career as an academic staff of the Geology department of the University of Yangon from 1970 until he retired as a Lecturer in 1989. Subsequently, he became the managing director of a geo-services company until he joined Myanmar V-Pile as a General Manager in 1997. Following SPA's acquisition of Myanmar V-Pile and its subsidiaries, he was appointed the Managing Director of the Myanmar V-Pile group in August 2000. He was also appointed the Managing Director of V-Pile (Singapore) Pte Ltd in January 2008. Currently, he assumes a number of honorary positions, including Emeritus Lecturer in the University of Yangon, Honorary Lecturer in the Yangon Technological University and member of the World Seismic Safety Initiative, National Earthquake Committee and Myanmar Geosciences Society.

MS HLA WADDY

Managing Director, Chinthe Concrete Co Ltd

Hla Waddy, a Myanmar national, obtained her Bachelor's Degree in Mathematics from the University of Rangoon (Yangon) in 1971. She started her career in the civil service. After 15 years of civil service in various government departments, she retired from the Auditor-General's Office in 1986. Subsequently, she started her own trading business followed by her own construction firm, Depawaddy Construction Company, in 1991 where she acted as Managing Director. Depawaddy Construction Company was appointed as the main contractor in over 30 construction projects in Myanmar, such as hospitals, hotels, shopping centres, apartments, as well as a major contractor for the development of FMI City. She was invited to join SPA in August 2004 to be the Managing Director of Chinthe Concrete. She participates actively in many non-profit associations, including acting as the General Secretary of the Myanmar Women Entrepreneurs' Association, an association of women entrepreneurs in Myanmar.

Corporate Governance Report

The Board of Directors (the "Board") of Yoma Strategic Holdings Ltd. (the "Company") strives to maintain high standards of corporate governance to ensure greater transparency and to protect the interests of shareholders.

The following report discloses the Company's corporate governance policies and practices for the financial year ended 31 March 2008, with specific references to the principles and guidelines found in the Code of Corporate Governance 2005 (the "Code").

BOARD MATTERS

Principle 1 – Board's Conduct of its Affairs

The Company is managed by the Board which leads and controls, and is collectively responsible for the success of the Group. The Board works with the management to achieve this and the management remains accountable to the Board.

The role of the Board includes:

(a) providing entrepreneurial leadership;

(b) setting strategic aims;

(c) ensuring the sufficiency of financial and human resources and effective risk controls required for the Company to meet its objectives;

(d) reviewing management performance

(e) setting the Company's values and standards; and

(f) ensuring that obligations to shareholders and others are understood and met.

To assist in the efficient discharge of its fiduciary duties, the Board had established three (3) Board Committees namely, the Audit Committee ("AC"), the Nominating Committee ("NC") and the Remuneration Committee ("RC"). Each Committee has its own terms of references to address their respective areas of focus.

All directors objectively take decisions in the interests of the Company. The management provides the Board with regular financial and operational updates and decisions on all key matters such as material acquisition and disposal of assets or undertakings and the release of the Company's results are made by the Board.

During the financial year, the Board met on nine (9) occasions to review and approve various matters relating to business strategies, activities and performance of the Group. Board meetings were scheduled to coincide with quarterly financial results reporting in order to facilitate a review of the financial statements and announcement of the unaudited quarterly results of the Group. Ad-hoc Board meetings to discuss and approve material acquisition and disposal of assets and major undertakings of the Group were convened when the need arose.

The Company's Articles of Association provide for meetings to be held via telephone, electronic or other communication facilities which permits all persons participating in the meeting to communicate with each other simultaneously. Where the attendance of certain directors was not physically possible, the meeting was conducted with these directors communicating through teleconferencing. To further facilitate the efficient management of the Group, resolutions of the Board would be passed by way of circulating resolutions pursuant to the Articles of Association of the Company.

The approval of the Board is required for any matters which is likely to have a material impact on the Group's operating units and/or financial positions as well as matters other than in the ordinary course of business.

The Company provides a formal letter to each director upon his appointment, setting out clearly the director's duties and obligations. For first-time directors, the Company also provides training appropriate to the level of their previous experience in areas such as accounting, legal and industry-specific knowledge.

Being business leaders and/or professionals, the directors are aware of changes in the business environment, relevant new laws and investment risks.

The attendance of every member at Board meetings and various Committee meetings held during the reporting financial year is set out as follows:-

Name	Board Meeting Attendance	Audit Committee Meeting Attendance	Nominating Committee Meeting Attendance	Remuneration Committee Meeting Attendance
Total no. of meetings	9	4	1	1
Mr Serge Pun	9	NA	NA	NA
Mr John Estmond Strickland	8	4	1	1
Mr Kyi Aye	9	4	NA	NA
Mr Adrian Chan Pengee	8	4	NA**	NA
Mr Basil Chan	9	4	NA	NA***
Mr Ng Fook Leong Philip	8	NA	–	–
Mr Wang Chien Sheng Ambrose *	3	NA	1	1

* Retired on 23 July 2007.

** Appointed member of Nominating Committee on 23 July 2007.

*** Appointed member of Remuneration Committee on 23 July 2007.

Principle 2 – Board Composition and Balance

The Board presently comprises one (1) executive director, five (5) non-executive directors (four (4) of which are independent) and one (1) alternate director to Mr Kyi Aye. Profiles of the directors are set out in the Board of Directors section of this Annual Report.

The compositions of the Board and Board Committees are set out below.

Name	Date of First Appointment /Last Re-election	Board	Audit Committee	Remuneration Committee	Nominating Committee
Mr Serge Pun	17 August 2006	Chairman	–	–	–
Mr John Estmond Strickland	17 August 2006	Member	Chairman	Member	Member
Mr Kyi Aye	23 July 2007	Member	Member	–	–
Mr Adrian Chan Pengee	23 July 2007	Member	Member	–	Chairman
Mr Basil Chan	17 August 2006	Member	Member	Member	–
Mr Ng Fook Leong Philip	17 August 2006	Member	–	Chairman	Member

There is a strong and independent element on the Board. More than one-third of the Board comprises independent directors.

The Board adopts the Code's definition of what constitutes an independent director in its review. The Code defines an "independent director" as one who has no relationship with the Company, its related companies or its officers that could interfere, or be reasonably perceived to interfere, with the exercise of the Director's independent business judgment with a view to the best interests of the Company. The Board is of the view that no individual or small group of individuals dominate the Board's decision making process. The independence of each director is also reviewed annually by the NC.

Mr Adrian Chan Pengee is a partner in Lee & Lee, a law firm. During the financial year ended 31 March 2008, Lee & Lee received more than S$200,000 including legal fees for the various corporate exercises undertaken by the Company. Notwithstanding the amount of these fees, the NC (with Mr Adrian Chan Pengee abstaining) still considers Mr Adrian Chan Pengee to be an independent director as the legal services rendered by Lee & Lee to the Company in connection with the corporate exercises have been rendered by partners and lawyers of Lee & Lee other than Mr Adrian Chan Pengee. The Board believes that this would not result in Mr Adrian Chan Pengee having a relationship that could interfere the exercise of his independent business judgment with a view to the best interests of the Company.

Non-executive directors contribute to the Board process by monitoring and reviewing Management's performance. Their views and opinions provide alternative perspectives to the Group's business. When challenging management proposals or, decisions, they bring independent judgment to bear on business activities and transactions involving conflicts of interest and other complexities.

The Board possesses the requisite experience and knowledge in various fields. As a group, the Board is skilled in core competencies such as law, accounting/finance, business/management, knowledge of the industry and strategic planning.

The Board is of the view that the current Board size is appropriate, taking into consideration the nature and scope of the Company's operations.

Principle 3 – Chairman and Chief Executive Officer

Mr Serge Pun is the Chairman and the Chief Executive Officer of the Company.

The role of the Chairman includes:

(a) scheduling meetings that enable the Board to perform its duties in a responsible manner while, at the same time, not interfering with the flow of the Company's operations,

(b) being responsible for preparing meeting agendas; and

(c) exercising control over the quality, quantity and timeliness of the flow of information between the management and the Board.

As the Chairman and Chief Executive Officer are not separate roles, the Board has appointed Mr John Estmond Strickland as Lead Independent Director to lead and co-ordinate the activities of the non-executive directors of the Company.

Principle 4 – Board Membership

The existing NC comprises:-

(a) Mr Adrian Chan Pengee (Chairman);

(b) Mr John Estmond Strickland; and

(c) Mr Ng Fook Leong Philip.

The NC comprises three (3) non-executive directors, all of whom are independent. The Chairman of the NC is not directly associated with a substantial shareholder of the Company within the meaning of the Code.

The NC has written terms of reference that describes the responsibilities of its members. The role of the NC includes:

(a) developing and maintaining a formal and transparent process for the appointment of new directors, including the nomination and selection process of the new director and how he/she will fit in the overall competency of the Board;

(b) reviewing all nominations for the re-appointment of members of the Board at the annual general meeting having regard to the director's contribution and performance (e.g. attendance, preparedness, participation, candour and any other salient factors);

(c) ensuring that all directors submit themselves for re-nomination and re-election at regular intervals and at least every three (3) years in accordance with the Articles of Association of the Company;

(d) determining annually whether a director is independent, bearing in mind the circumstances set forth in the Code;

(e) recommending to the Board as to whether the director is to be considered independent, based on the returns submitted by the directors upon appointment and subsequently on an annual basis in the form set out in the NC's terms of reference;

(f) reviewing the change in circumstances upon notification of an independent director to the Board that he no longer meets the criteria for independence as a result of a change in circumstances and making its recommendation to the Board;

(g) deciding whether a director is able to and has adequately carried out his duties as a director of the Company in particular where the director concerned has multiple board representations;

(h) developing and maintaining a formal assessment process for the evaluation of the effectiveness of the Board as a whole and the contributions of each individual director to the Board's effectiveness;

(i) deciding on how the Board's performance may be evaluated and proposing objective performance criteria for the Board's approval;

(j) retaining such professional consultancy firm as it may deem necessary to enable it to discharge its duties hereunder satisfactorily;

(k) considering the various disclosure requirements for the appointment of directors, particularly those required by regulatory bodies such as the SGX-ST; and

(l) undertaking such other duties as may be agreed to between itself and the Board.

In accordance with the Company's Articles of Association, every director is required to retire by rotation at least once in every three years and, may offer themselves for re-election. All newly appointed directors will have to retire at the next Annual General Meeting ("AGM") following their appointments.

At the forthcoming AGM, Mr John Estmond Strckland and Mr Ng Fook Leong Philip will retire and seek re-election pursuant to Article 104 of the Company's Articles of Association. Mr Kyi Aye will retire and seek re-appointment pursuant to Section 153(6) of the Companies Act (Cap. 50), to hold office until the next Annual General Meeting of the Company.

Notwithstanding the multiple board representations of some directors, the NC is satisfied that sufficient time and attention have been accorded by the directors to the affairs of the Company.

The NC has fulfilled its duty of making the requisite recommendations to the Board on all Board appointments and has also carried out its duty of re-nomination and re-election.

Principle 5 – Board Performance

The Board acknowledges the importance of a formal assessment of the Board performance and has adopted a formal system of evaluating Board performance as a whole and the contribution of each individual director. An evaluation of Board performance as a whole and contribution of each individual director had been carried out for the year by the Board.

Principle 6 – Access to Information

The management regularly keeps the Board updated on the operational activities, future prospects, progress and development of the Company. Comprehensive quarterly financial reports are submitted to the Board for approval and release to the public including background or explanatory information.

The Board has separate and independent access to the Group's senior management and the Company Secretary. The responsibilities of the Company Secretary include:

(a) attending all Board meetings;

(b) preparing minutes of these meetings;

(c) ensuring compliance with applicable laws and regulations;

(d) ensuring compliance with internal procedures and guidelines of the Group;

(e) the maintenance and updating of all statutory books and records; and

(f) ensuring good information flows within the Board and its Committees and between senior management and non-executive directors.

The appointment and removal of the Company Secretary is a matter for the Board to decide as a whole.

The directors, in the furtherance of their duties, are allowed to take independent professional advice, if necessary, at the Company's expense.

REMUNERATION MATTERS

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

The existing RC comprises:

(a) Mr Ng Fook Leong Philip (Chairman);

(b) Mr John Estmond Strickland; and

(c) Mr Basil Chan.

The RC comprises three (3) non-executive directors, all of whom are independent.

The RC has written terms of reference that describes the responsibilities of its members. The role of the RC includes:

(a) developing and maintaining a formal and transparent policy for the determination of directors' remuneration including but not limited to directors' fees, salaries, allowances, bonuses, options and benefits-in-kind;

(b) recommending to the Board a framework of remuneration for directors and specific remuneration packages for each executive director and the chief executive officer, if the chief executive officer is not an executive officer;

(c) reviewing the remuneration of senior management;

(d) considering what compensation commitments the directors' contracts of service, if any, would entail in the event of early termination;

(e) ensuring that the level of remuneration offered is appropriate to the level of contribution, taking into account factors such as effort and time spent, pay and employment conditions within the industry and in comparable companies and responsibilities undertaken;

(f) reviewing whether directors should be eligible for benefits under long-term incentive schemes and to evaluate the costs and benefits of long-term incentive schemes;

(g) making recommendations in consultation with the CEO and submitting its recommendations for endorsement by the entire Board;

(h) retaining such professional consultancy firm as it may deem necessary to enable it to discharge its duties hereunder satisfactorily;

(i) considering the various disclosure requirements for directors' remuneration, particularly those required by regulatory bodies such as the SGX-ST, and ensuring that there is adequate disclosure in the financial statements to ensure and enhance transparency between the Company and relevant interested parties; and

(j) undertaking such other duties as may be agreed to by itself and the Board.

During the year, the RC made recommendations regarding the framework of remuneration for directors and submitted them for endorsement by the entire Board. The RC's recommendations covered all aspects of remuneration, including but not limited to directors' fees, salaries and benefits in kind. The RC also reviewed the remuneration of senior management during the course of the year. No director is involved in deciding his own remuneration.

The Company has a service agreement with Mr Serge Pun which commenced on 17 August 2006 and lasts for a period of three (3) years, unless otherwise terminated by not less than six (6) months' notice in writing by either party.

Independent and non-executive directors are paid directors' fees based on their contribution and responsibilities on the Board and Board committees. Directors' fees are subject to shareholders' approval at the forthcoming AGM.

RC recommended to the Board the payment of directors' fees of S$165,000 for the financial year ended 31 March 2008. This recommendation will be tabled for shareholders' approval at the forthcoming AGM.

The RC has taken into consideration the various disclosure requirements for directors' remuneration, particularly those required by regulatory bodies such as the SGX-ST, and ensures that there is adequate disclosure in the financial statements to ensure and enhance transparency between the Company and relevant interested parties.

The level and mix of each of the directors' remuneration and that of the key executives, in bands of S$250,000, for the financial year ended 31 March 2008 are set out below:

Remuneration band & name of director	Base / Fixed Salary	Variable Component or Bonuses	Directors' Fees	Benefits-in-kind, Allowances and Other Incentives	Total
	%	%	%	%	%
Above S$750,000 to S$1,000,000					
Serge Pun	35	55	–	10	100
Above S$500,000 to S$750,000					
Nil					
Above S$250,000 to S$500,000					
Nil					

Remuneration band & name of director	Base / Fixed Salary	Variable Component or Bonuses	Directors' Fees	Benefits-in-kind, Allowances and Other Incentives	Total
	%	%	%	%	%
Below S$250,000					
Mr John Estmond Strickland	–	–	100	–	100
Mr Kyi Aye	–	–	100	–	100
Mr Adrian Chan Pengee	–	–	100	–	100
Mr Basil Chan	–	–	100	–	100
Mr Ng Fook Leong Philip	–	–	100	–	100
Mr Wang Chien Sheng Ambrose *	–	–	100	–	100

* Retired on 23 July 2007.

Remuneration band & name of key executive	Base / Fixed Salary	Variable Component or Bonuses	Directors' Fees	Benefits-in-kind, Allowances and Other Incentives	Total
	%	%	%	%	%
Above S$500,000 to S$750,000					
Steven Nelson	100	–	–	–	100
Above S$250,000 to S$500,000					
Mr Rui Filipe Guedes da Silva	79	–	–	21	100
Below S$250,000					
Mr Lee Kam Seng	91	–	–	9	100
Mr Sone Han	93	–	–	7	100
Ms Hla Waddy	100	–	–	–	100

There were no employees who are immediate family members of a director or CEO, and whose remuneration exceeds S$150,000 during the year.

Presently, the Company does not have any share option scheme.

ACCOUNTABILITY AND AUDIT

Principle 10 – Accountability

The Board undertakes the responsibility of overseeing the corporate performance of the Company and is accountable to shareholders for the processes and structure of directing and managing the Company's business and affairs. The management's role is to report to the Board the operational and financial performance of the Group by keeping the Board informed and updated with the provision of comprehensive financial and management reports.

Aside from adopting corporate governance practices in line with the spirit of the Code, the Company also observes obligations of continuing disclosure under the SGX-ST Listing Manual. The Company undertakes to circulate timely, adequate and non-selective disclosure of information. The Board has also issued quarterly financial statements as reviewed by the AC to provide shareholders with comprehensive information and a balanced view on the Group's performance, position and prospects.

Principle 11 – Audit Committee

The existing AC comprises:-

(a) Mr John Estmond Strickland (Chairman);

(b) Mr Adrian Chan Pengee;

(c) Mr Basil Chan; and

(d) Mr Kyi Aye.

The AC was established by the Board and comprises four (4) non-executive directors, the majority of whom, including the Chairman, are independent.

The AC has written terms of reference that describes the responsibilities of its members.

The role of the AC includes:

(a) appraising the effectiveness of the external auditors and reviewing the independence of the external auditors annually and making recommendations to the Board on the appointment and re-appointment of the external auditors and matters relating to resignation or dismissal of the auditors, including but not limited to approving remuneration and terms of engagement of the external auditors;

(b) ensuring that the internal audit function is adequately resourced, independent of the activities it audits and has appropriate standing within the Company;

(c) ensuring that a review of the effectiveness of the Company's material internal controls, including financial, operational and compliance controls, and risk management policies and systems, is conducted annually;

(d) reviewing the audit plans of the external auditors and the internal auditors, including the results of their review and evaluation of the adequacy and effectiveness of the system of internal audit controls;

(e) reviewing the annual consolidated financial statements and the external auditors' report on those financial statements, and discuss any significant adjustments, major risks areas, changes in accounting policies, compliance with Singapore Financial Reporting Standards, concerns and issues arising from their audits including any matters which the auditors may wish to discuss in the absence of management, where necessary, before submission to the Board for approval;

(f) reviewing the periodic consolidated financial statements comprising the profit and loss statements and the balance sheets and such other information required by the SGX-ST Listing Manual, before submission to the Board for approval;

(g) reviewing and discussing with the external auditors and the internal auditors any suspected fraud, irregularity or infringement of any relevant laws, rules and regulations, which has or is likely to have a material impact on the Group's operating results or financial position and the management's response;

(h) meeting with the external auditors and the internal auditors without the presence of the management at least once a year and to review the co-operation given by the management to them;

(i) reviewing arrangements by which staff of the Company may, in confidence, raise concerns about possible improprieties in matters of financial reporting or other matters;

(j) reviewing, approving and ratifying any interested person transactions falling within the scope of Chapter 9 of the SGX-ST Listing Manual as may be amended from time to time and such other rules and regulations under the listing rules of the SGX-ST that may be applicable in relation to such matters from time to time;

(k) reviewing any potential conflicts of interest;

(l) undertaking such other reviews and projects as may be requested by the Board, and reporting to the Board its findings from time to time on matters arising and requiring the attention of the AC; and

(m) undertaking generally such other functions and duties as may be required by law, the SGX-ST Listing Manual or the Securities and Futures Act, Cap 289 and by such amendments made thereto from time to time;

The Board is of the view that the present members of the AC have sufficient accounting or related financial management expertise and experience to discharge their responsibilities as set out in its terms of reference.

The AC has explicit authority to investigate any matter within its terms of reference, full access to and co-operation of the management and full discretion to invite any director or executive officer to any of its meetings, and it is in possession of reasonable resources to enable it to discharge its functions properly.

During the financial year, the AC met with the management and the external auditors on four (4) occasions. These meetings included, amongst other things, a review of the Group's financial statements, the internal control procedures, prospects of the Group and independence of the external auditors. The external auditors also met with the AC members without the presence of the management. The AC has reviewed the volume of non-audit services to the Group by the external auditors and is satisfied that the nature and extent of such services will not prejudice the independence and objectivity of the external auditors.

The AC had recommended the re-appointment of PKF-CAP LLP as external auditors at the forthcoming AGM.

The Company had put in place a whistle-blowing policy. In order to promote an environment conducive to employees, in confidence, to raise or report genuine concerns about possible improprieties in matters of business activities, financial reporting or other matters they may encounter without fear of retaliatory action, employees can forward their concerns directly to the independent directors. The contact details of the independent directors were made known to the employees to raise their concern.

Principle 12 – Internal Controls
Principle 13 – Internal Audit

The Board acknowledges that it is responsible for maintaining a sound system of internal controls to safeguard shareholders' interest and maintain accountability of its assts. The AC reviews the adequacy of the Company's internal financial controls, operational and compliance controls, and risk management policies and systems established by the management. The external auditors review the internal controls of the Group and report these findings to the AC during its meetings. This gives the AC the opportunity to comment on the adequacy of internal controls and to reassure the Board that sufficient checks were in place. The AC is satisfied that the independence of the external auditors is not compromised by any other material relationship with the Company. A framework of internal controls is in place and will be refined constantly, with reviews conducted at least annually.

The Group has implemented a set of standard operating procedures relating to sales and accounts receivables, purchases, human resources and payroll, cash management and capital expenditure and capital disposal.

The Group has set up an Internal Audit Department to assist the AC to ensure that the Company maintains a sound system of internal controls by regular monitoring of key controls and procedures and ensuring their effectiveness, undertaking investigations as directed by the AC, and conducting regular audits of high-risk areas.

The AC reviews and approves, on an annual basis, the internal audit plans and the resources required to adequately perform this function.

COMMUNICATIONS WITH SHAREHOLDERS

Principle 14 – Regular, Effective and Fair Communication with Shareholders
Principle 15 – Greater Shareholder Participation

The Company has in place a communication framework that disseminates timely and complete financial data, price-sensitive information and material developments to shareholders. Quarterly release of financial results and all other information are first announced on the website of the SGX-ST via SGXNET and then posted on the Company's website. The Company also issues press releases after the release of significant developments.

The Company also encourages active shareholder participation at its general meetings. Notices of meetings are published in the major newspapers. Reports or circulars of the general meetings are despatched to all shareholders by post. Shareholders who are unable to attend the general meetings may appoint up to two proxies each to attend and vote on their behalf as long as proxy forms are sent in advance.

Separate resolutions are passed at every general meeting on each distinct issue.

The Chairmen of the Board, Audit Committee, Nominating Committee, Remuneration Committee and the external auditors will be present at annual general meetings to address any relevant queries by shareholders.

INTERESTED PERSON TRANSACTIONS

The Company has adopted an internal policy governing procedures for the identification, approval and monitoring of interested person transactions. All interested person transactions are subject to review by the AC.

The details of interested person transactions for the financial year ended 31 March 2008 are set out below.

Name of Interested Person	Aggregate value of all interested person transactions during FY2008 (excluding transactions less than S$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920)	Aggregate value of all interested person transactions during FY2008 which are conducted under shareholders' mandate pursuant to Rule 920 (excluding transactions less than S$100,000) *
	S$'000	S$'000
Associates of Mr Serge Pun:-		
(a) Purchases		
(b) Sales	–	94
(c) Treasury transactions	–	252
(d) Land development rights	–	690
transactions	–	463
(e) Prepayments for supply of crops		
(f) Acquisition of subsidiary	–	5,988
(g) Acquisition of associated		
company (including assignment	5,870**	–
of shareholders' loans)	17,106***	–

* Shareholders' mandate was approved at the Extraordinary General Meeting on 10 September 2007. Accordingly, the aggregate value of all interested person transactions are presented for the twelve-month period from 1 April 2007 to 31 March 2008.

** The acquisition of subsidiary was approved at the Extraordinary Meeting on 10 September 2007.

*** The acquisition of associated company was approved at the Extraordinary General Meeting on 21 December 2007.

SECURITIES TRANSACTIONS

The Company has adopted an internal code on dealings in securities by its officers who have access to 'price sensitive' information. Directors and employees of the Company are required to observe this code and adhere to the following rules at all times:-

(a) to observe insider trading laws and avoid potential conflict of interests at all times when dealing in securities;

(b) not to deal in the Company's shares while in possession of unpublished material price sensitive information;

(c) not to deal in the Company's shares for short-term considerations; and

(d) not to deal in the Company's shares during the period commencing two (2) weeks before the announcement of the Company's financial statements for each of the first three quarters of its financial year, or one (1) month before the anouncement of the Company's full year financial statements, and ending on the date of announcement of the relevant results.

Directors' Report

The directors present their report to the members together with the audited financial statements of the Group for the financial year ended 31 March 2008 and the balance sheet of the Company as at 31 March 2008.

DIRECTORS

The directors of the Company in office at the date of this report are as follows:

Serge Pun
Kyi Aye
John Estmond Strickland
Ng Fook Leong, Philip
Basil Chan
Adrian Chan Pengee
Kyaw Paing – Alternate director to Kyi Aye

ARRANGEMENTS TO ENABLE DIRECTORS TO ACQUIRE BENEFITS

Neither at the end of the financial year nor at any time during the financial year was the Company a party to any arrangement whose object is to enable the directors of the Company to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate.

DIRECTORS' INTERESTS IN SHARES OR DEBENTURES

The directors of the Company holding office at the end of the financial year had no interests in the shares or debentures of the Company as recorded in the Register of Directors' Shareholdings kept by the Company under Section 164 of the Singapore Companies Act Cap.50, except as stated below:

	Holdings registered in name of Director or nominee		Holdings in which a Director is deemed to have an interest	
	At 31.3.2007	At 31.3.2008	At 31.3.2007	At 31.3.2008
	Number of ordinary shares		Number of ordinary shares	
The Company				
Serge Pun	242,082,215	242,464,215	47,198	14,024,198
John Estmond Strickland	–	–	100,000	100,000
Kyaw Paing	293,726	293,726	–	–

By virtue of Section 7 of the Singapore Companies Act, the above directors are deemed to have an interest in all the ordinary shares of the Company's wholly-owned subsidiaries.

The directors' interests in the shares of the Company as at 21 April 2008 were the same as those at the end of the financial year.

DIRECTORS' CONTRACTUAL BENEFITS

Since the end of the previous financial year, no director has received or become entitled to receive a benefit 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 as disclosed in the accompanying financial statements.

SHARE OPTIONS

On 22 October 2007, the Company granted a call option ("Call Option") to GCREF Acquisitions VII Limited ("GCREF") to subscribe for an aggregate of 60 million ordinary shares in the Company ("Option shares") at an exercise price of S$0.322 per Option share. GCREF shall be entitled to exercise the Call Option, in whole or in part, at any time prior to 31 December 2008 provided that the Call Option may not be exercised in respect of more than 20 million Option Shares prior to 31 March 2008. The Call Option has not been exercised in whole or in part as at 31 March 2008.

There were no shares issued during the financial year by virtue of the exercise of options to take up unissued shares of the Company whether granted before or during the financial year.

There were no unissued shares of the Company under option at the end of the financial year.

AUDIT COMMITTEE

The Audit Committee ("AC") comprises four members, namely Mr John Estmond Strickland (Chairman), Mr Adrian Chan Pengee, Mr Basil Chan and Mr Kyi Aye. The AC comprises entirely of non-executive directors, the majority of whom, including the Chairman, are independent.

The AC performs the functions specified in the Singapore Companies Act, Caps 50 and the Listing Manual of the Singapore Exchange Securities Trading Limited. It meets with the external auditors, reviews the audit plan, the results of their examination and findings and their evaluation of the system of internal controls. The AC also reviews all non-audit services provided by the external auditors to ensure that such services will not affect the independence of the external auditors together with their appointment and re-appointment.

In addition, the AC reviews the quarterly and annual financial statements and all interested party transactions.

The AC also met up with the external auditors without the presence of management on the conclusion of the AC meeting to review the full year financial results for the year ended 31 March 2008.

Further information regarding the AC is disclosed in the Report on Corporate Governance.

AUDITORS

The auditors, PKF-CAP LLP, Certified Public Accountants, Singapore, have expressed their willingness to accept re-appointment.

On behalf of the Board of Directors

SERGE PUN Director	BASIL CHAN Director

30 June 2008

Statements by the Directors

In the opinion of the directors,

a) the balance sheet of the Company and the consolidated financial statements of the Group as set out on pages 36 to 85 are drawn up so as to give a true and fair view of the state of affairs of the Company and of the Group as at 31 March 2008 and the results of the business, changes in equity and the cash flow of the Group for the financial year ended on that date; and

b) at the date of this statement, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they fall due.

On behalf of the Board of Directors

SERGE PUN
Director

BASIL CHAN
Director

30 June 2008

Independent Auditors' Report

To the Members of Yoma Strategic Holdings Ltd and its Subsidiaries

We have audited the accompanying financial statements of Yoma Strategic Holdings Ltd. ("the Company") and its subsidiaries ("the Group") as set out on pages 36 to 85, which comprise the balance sheets of the Group and the Company as at 31 March 2008, and the consolidated income statement, statement of changes in equity and cash flow statement of the Group for the financial year then ended, and a summary of significant accounting policies and other explanatory notes.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with the provisions of the Singapore Companies Act, Cap. 50 (the "Act") and Singapore Financial Reporting Standards. This responsibility includes:

(a) 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 income statement and balance sheets and to maintain accountability of assets;

(b) selecting and applying appropriate accounting policies; and

(c) making accounting estimates that are reasonable in the circumstances.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based in 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 as to whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers the internal controls relevant to the entity's preparation and fair presentation of the financial statements 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 controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the 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,

(a) the balance sheet of the Company and the consolidated financial statements of the Group 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 Company and of the Group as at 31 March 2008 and the results, changes in equity and cash flows of the Group for the financial year ended on that date; and

(b) the accounting and other records required by the Act to be kept by the Company and by those subsidiaries incorporated in Singapore of which we are the auditors have been properly kept in accordance with the provisions of the Act.

PKF-CAP LLP
Certified Public Accountants

Singapore

30 June 2008

Consolidated Income Statement
For the Financial Year Ended 31 March 2008

	Note	The Group 2008 S$'000	The Group 2007 S$'000
Revenue	4	10,861	9,171
Cost of sales		(8,925)	(6,930)
Gross profit		1,936	2,241
Other operating income	5	22,184	93
Expenses			
– Sales and distribution cost		(37)	(40)
– General and administrative expenses		(3,856)	(2,474)
– Other operating expenses		(2,741)	(13,969)
– Bank charges and interest expenses		(17)	(3)
– Share of loss of associated company		(111)	–
Profit / (Loss) before taxation	7	17,358	(14,149)
Less: Taxation	8(a)	(160)	(280)
Profit / (Loss) after taxation		17,198	(14,429)
Attributable to:			
Equity holders of the Company		18,262	(14,712)
Minority interest		(1,064)	283
		17,198	(14,429)
Earnings / (Loss) per share (cents)			
– Basic	9(a)	4.21	(5.21)
– Dilutive	9(b)	3.70	(5.21)

The accompanying notes form an integral part of these financial statements.

Balance Sheets

As at 31 March 2008

	Note	The Group 31.3.2008 S$'000	The Group 31.3.2007 S$'000	The Company 31.3.2008 S$'000	The Company 31.3.2007 S$'000
CURRENT ASSETS					
Cash and bank balances	10	6,308	6,099	2,596	1,953
Trade receivables	11	921	1,029	–	–
Other receivables	12	887	897	289	458
Amount due from subsidiaries	13	–	–	5,072	2
Amount due from associated company	14	177	–	–	–
Amount due from related parties	15	35	745	–	–
Inventories	16	1,135	1,087	–	–
Work-in-progress in excess of progress billing	17	1,737	365	–	–
		11,200	10,222	7,957	2,413
LESS: CURRENT LIABILITIES					
Trade payables	18	375	492	–	–
Other payables	19	2,164	1,619	1,151	692
Progress billing in excess of work-in-progress	17	277	43	–	–
Amount due to subsidiaries	20	–	–	1,117	2,825
Amount due to related parties	21	331	114	–	–
Borrowings	22	604	–	–	–
Provision for taxation	8(b)	2,683	2,571	–	–
		6,434	4,839	2,268	3,517
Net current assets		4,766	5,383	5,689	(1,104)
NON CURRENT ASSETS					
Investment in subsidiaries	23	–	–	103,239	103,239
Investment in associated company	24	20,293	–	–	–
Trade receivables	11	54	–	–	–
Prepayments	25	4,714	–	–	–
Property, plant and equipment	26	2,309	1,866	92	114
Unquoted investment	27	–	1,078	–	1,078
Intangible assets	28	10,845	1,515	–	–
		38,215	4,459	103,331	104,431
Land development rights	29	80,765	81,874	–	–
		118,980	86,333	103,331	104,431
LESS: NON CURRENT LIABILITIES					
Borrowings		338	–	–	–
		338	–	–	–
Net assets		123,408	91,716	109,020	103,327
SHAREHOLDERS' FUND					
Issued and paid up capital	30	110,229	104,359	110,229	104,359
Share option reserve	31	1,951	–	1,951	–
Foreign currency translation reserve		(1,051)	(1,384)	–	–
Retained earnings / (Accumulated losses)		6,167	(12,095)	(3,160)	(1,032)
		117,296	90,880	109,020	103,327
Minority interest		6,112	836	–	–
		123,408	91,716	109,020	103,327

The accompanying notes form an integral part of these financial statements.

Consolidated Statements of Changes in Equity

For the Financial Year Ended 31 March 2008

	Attributable to equity holders of the Company					
	Issued and paid–up capital S$'000	Share option reserve S$'000	Foreign currency translation reserve S$'000	(Accumulated Loss)/ Retained earnings S$'000	Minority interest S$'000	Total S$'000
Group						
Balance as at 31 March 2006	89,319	–	(1,172)	2,617	949	91,713
Net (loss)/profit for the financial year	–	–	–	(14,712)	283	(14,429)
Increase in share equity arising from reverse acquisition	15,040	–	–	–	–	15,040
Currency translation differences	–	–	(212)	–	(396)	(608)
Balance as at 31 March 2007	104,359	–	(1,384)	(12,095)	836	91,716
Net profit for the financial year	–	–	–	18,262	(1,064)	17,198
Issue of shares	5,870	–	–	–	–	5,870
Acquisition of a subsidiary	–	–	–	–	6,388	6,388
Share option fee	–	1,951	–	–	–	1,951
Currency translation differences	–	–	333	–	(48)	285
	110,229	1,951	(1,051)	6,167	6,112	123,408

The accompanying notes form an integral part of these financial statements.

Consolidated Cash Flow Statements

For the Financial Year Ended 31 March 2008

	Note	The Group 31.3.2008 S$'000	The Group 31.3.2007 S$'000
Cash flows used in operating activities			
Profit / (Loss) after taxation		17,198	(14,429)
Adjustments for:			
Tax		160	280
Depreciation of property, plant and equipment		452	359
Amortisation		152	9
Gain on disposal of unquoted investment		(178)	–
Negative goodwill arising from acquisition of associated company which was previously controlled by a director who is also a majority shareholder		(2,600)	–
Goodwill arising from reverse acquisition written off		–	13,935
Share of loss from associated company		111	–
Unrealised translation difference		897	(366)
Bank charges and interest expenses		17	3
Interest income		(38)	(21)
Operating cash flows before movements in working capital		16,171	(230)
Working capital changes:			
Trade and other receivables		445	6,387
Inventories and work-in-progress		(1,421)	379
Land development rights		1,108	335
Trade and other payables		(443)	(2,637)
Cash generated from operations		15,860	4,234
Tax paid		(201)	(220)
Bank charges and interest expenses paid		(17)	(3)
Interest income received		38	21
Net cashflow from operating activities		15,680	4,032
Cash flows from investing activities			
Purchases of property, plant and equipment		(828)	(531)
Net cash inflow from acquisition of subsidiary	10	117	2,333
Acquisition of associated company		(4,277)	–
Loans granted to associated company		(13,526)	–
Proceeds from disposal of unquoted investment		1,256	–
Purchase of investment		–	(1,078)
Net cashflow (used in)/from investing activities		(17,258)	724
Cash flows from financing activities			
Repayments to loan creditors		(309)	–
Proceeds from loan creditor		61	–
Proceeds from share options fee		1,951	–
Net cashflow from financing activities		1,703	–
Net increase in cash and bank balances		125	4,756
Cash and cash equivalents at beginning of financial year		6,099	1,444
Effects of exchange rate changes on cash and cash equivalents		84	(101)
Cash and bank balances at end of financial year	10	6,308	6,099

The accompanying notes form an integral part of these financial statements.

Notes to the Financial Statements

For the Financial Year Ended 31 March 2008

These notes form an integral part of and should be read in conjunction with the accompanying financial statements.

1. General information

Yoma Strategic Holdings Ltd ("the Company"), formerly known as Sea View Hotel Limted, is a limited company, which is incorporated and domiciled in Singapore. The Company is listed on the Singapore Exchange. The registered office and the principal place of business of the Company is at 80 Anson Road, #25-05 Fuji Xerox Towers, Singapore 079907.

The principal activity of the Company is that of an investment holding company. The principal activities of its subsidiaries are disclosed as per Note 23 to the financial statements.

2. Significant accounting policies

2.1 *Basis of preparation*

The financial statements have been prepared in accordance with Singapore Financial Reporting Standards ("FRS"). The financial statements have been prepared under the historical cost convention, except as disclosed in the accounting policies below.

The preparation of financial statements in conformity with FRS requires management to exercise its judgement in the process of applying the Group's accounting policies. It also requires the use of accounting estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenue and expenses during the financial year. Although these estimates are based on management's best knowledge of current events and actions, actual results may ultimately differ from those estimates. Critical accounting estimates and assumptions used that are significant to the financial statements, and areas involving a higher degree of judgement or complexity, are disclosed in Note 3.

(i) Adoption of new FRS and INT FRS

On 1 April 2007, the Group adopted the new or revised FRS and Interpretations to FRS (INT FRS) that are mandatory for application from that date. Changes to the Group's accounting policies have been made as required, in accordance with the relevant transitional provisions in the respective FRS and INT FRS.

The following are the FRS and INT FRS that are relevant to the Group:

FRS 1 (Amendment)	Presentation of Financial Statements – Capital Disclosures
FRS 40	Investment Property
FRS 107	Financial Instruments – Disclosures
INT FRS 108	Scope of FRS 102, Share-based Payment
INT FRS 109	Reassessment of Embedded Derivatives
INT FRS 110	Interim Financial Reporting and Impairment
INT FRS 111	Group and Treasury Share Transactions
INT FRS 112	Service Concession Arrangements

The adoption of the above FRS or INT FRS did not result in any substantial changes to the Group's accounting policies.

2. Significant accounting policies (cont'd)

2.1 *Basis of preparation (cont'd)*

(ii) FRS and INT FRS not yet effective

The Group has not applied the following FRS and INT FRS that have been issued but not yet effective:

		Effective dates (Annual periods beginning on or after)
FRS 23	Borrowing cost	1 January 2009
FRS 108	Operating Segments	1 January 2009

The Group does not expect that the adoption of the above pronouncements will have a material impact on the Group's financial statements in the period of initial application, except for FRS 108 as described below.

FRS 108 requires entities to disclose segment reporting based on the information used internally by the management for evaluating segment performance and deciding on allocation of resources. The impact of this standard on the other segment disclosures is still to be determined. However as this is a disclosure standard, it will have no impact on the financial position or financial performance of the Group when implemented for the financial year ending 31 March 2010.

2.2 *Revenue recognition*

Revenue comprises the fair value of consideration received or receivable for the sale of goods and rendering of services in the ordinary course of the Group's activities. Revenue is presented, net of value-added tax, rebates and discounts, and after eliminating sales within the Group. Revenue is recognised as follows:

(i) Sales of goods

Revenue from the sale of goods (including land development rights) or delivery of services is recognised upon delivery of the goods or services to and/or transfer of possession or title to the customer. Dividend income from investments is recognised on the date the dividends are declared payable. Interest income from investments is recognised on an accrual basis.

(ii) Rendering of services

Revenue from services is recognised in the period in which the services are rendered, by reference to completion of the specific transaction assessed on the basis of the actual service provided as a proportion of the total services to be performed. Please refer to the paragraph "Construction Contracts" for the accounting policy for revenue from construction contracts. (Note 2.14)

(iii) Interest income

Interest income, including income arising from finance lease and other financial instruments, is recognised on a time-proportion basis using the effective interest method. When a receivable is impaired, the Group reduces the carrying amount to its recoverable amount, being the estimated future cashflow discounted at the original effective interest rate of the instrument, and continues amortising the discount as interest income on the recoverable amount.

2. Significant accounting policies (cont'd)

2.2 *Revenue recognition (cont'd)*

(iv) Dividend income

Dividend income is recognised when the right to receive payment is established.

(v) Rental income

Rental income from operating leases on investment properties and property, plant and equipment is recognised on a straight-line basis over the lease term.

2.3 *Basis of consolidation*

(a) Subsidiaries

Subsidiaries are entities (including special purpose entities) over which the Group has power to govern the financial and operating policies, generally accompanying a shareholding of more than one half of the voting rights. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether the Group controls another entity.

The purchase method of accounting is used to account for the acquisition of subsidiaries by the Group. The cost of an acquisition is measured as the fair value of the assets acquired, equity instruments issued or liabilities incurred or assumed at the date of exchange, plus cost directly attributable to the acquisition. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values on the date of acquisition, irrespective of the extent of any minority interest.

Subsidiaries are consolidated from the date on which control is transferred to the Group. They are de-consolidated from the date on which control ceases. In preparing the consolidated financial statements, intercompany transactions, balances and unrealised gains on transactions between group companies are eliminated; unrealised losses are also eliminated unless cost cannot be recovered. Where necessary, adjustments are made to the financial statements of the subsidiaries to ensure consistency of accounting policies with those of the Group.

Minority interest is that part of the net results of operations and of net assets of a subsidiary attributable to interests which are not owned directly or indirectly by the Group. It is measured at the minority's share of the fair value of the subsidiaries' identifiable assets and liabilities at the date of acquisition by the Group and the minority's share of changes in equity since the date of acquisition, except when the losses applicable to the minority in the subsidiary exceed the minority interest in the equity of that subsidiary. In such cases, the excess and further losses applicable to the minority are attributed to the equity holders of the Company, unless the minority has a binding obligation to, and is able to, make good the losses. When that subsidiary subsequently reports profits, the profits applicable to the minority are attributed to the equity holders of the Company until the minority's share of losses previously absorbed by the equity holders of the Company has been recovered.

(b) Associated Companies

Associated companies are entities over which the Group has significant influence, but not control, generallly accompanied by a shareholding giving rise to between and including 20% and 50% of the voting rights. Investments in associated companies are accounted for in the consolidated financial statements using the equity method of accounting. Investments in associated companies in the consolidated balance sheet includes goodwill (net of any accumulated impairment losses) identified on acquisition.

2. Significant accounting policies (cont'd)

2.3 *Basis of consolidation (cont'd)*

(b) Associated Companies (cont'd)

Investments in associated companies are initially recognised at cost. The cost of an acquisition is measured at the fair value of the assets given, equity instruments issued or liabilities incurred or assumed at the date of exchange, plus costs directly attributable to the acquisition.

In applying the equity method of accounting, the Group's share of its associated companies' post-acquisition profits or losses is recognised in the income statement and its share of post-acquisition movements are adjusted against the carrying amount of the investment. When the Group's share of losses in an associated company equals or exceeds its interest in the associated company, including any other unsecured non-current receivables, the Group does not recognise further losses, unless it has obligations or has made payments on behalf of the associated company.

Unrealised gains on transactions between the Group and its associated companies are eliminated to the extent of the Group's interest in the associated companies. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Where the accounting policies of associated companies do not conform with those of the Group, adjustments are made where the amounts involved are considered significant to the Group.

2.4 *Reverse acquisition*

On 17 August 2006, the Company acquired the entire share capital of Yoma Strategic Investments Ltd ("YSIL" or "the Acquired Group) for a consideration of S$102 million satisfied by the issuance of 184,581,976 ordinary shares in the capital of the Company at an issue price of S$0.5526 per share to the former shareholders of YSIL. Subsequently after the issuance of these shares, the Company completed a share split exercise to split each existing share into two shares. The acquisition of the Acquired Group has been accounted for as reverse acquisition and the legal subsidiary (the Acquired Group) is considered the acquirer for accounting purposes.

Since such consolidated financial statements represent a continuation of the financial statements of the Acquired Group:

(i) the assets and liabilities of the Acquired Group are recognised and measured in the consolidated balance sheet at their pre-combination carrying amounts;

(ii) the retained earnings and other equity balances recognised in those consolidated financial statements are the retained earnings and other equity balances of the Acquired Group immediately before the business combination;

(iii) the amount recognised as issued equity instruments in those consolidated financial statements is determined by adding to the issued equity of the Acquired Group immediately before the business combination the costs of the combination of the acquisition. However, the equity structure appearing in those consolidated financial statements (i.e. the number and type of equity instruments issued) reflect the equity structure of the legal parent (the Company), including the equity instruments issued by the Company to reflect the combination; and

(iv) the comparative figures presented in these consolidated financial statements are that of the Acquired Group.

Consolidated financial statements prepared following a reverse acquisition shall reflect the fair values of the assets, liabiltiies, and contingent liabilities of the legal parent (the Company). Therefore, the cost of the business combination for the acquisition is allocated to the identifiable assets, liabilities and contingent liabilities of the legal parent that satisfy the recognition criteria at their fair values as at 17 August 2006. The excess of the cost of the combination over the Acquired Group's interest in the net fair value of those items is recognised as goodwill.

2. Significant accounting policies (cont'd)

2.4 *Reverse acquisition (cont'd)*

Reverse acquisition accounting applies only in the consolidated financial statements. In the legal parent (the Company's) separate financial statements, the investment in the legal subsidiary (the Acquired Group) is accounted for at cost less accumulated impairment losses in the Company's balance sheet.

2.5 *Intangible assets*

(i) Goodwill

Goodwill represents the excess of the cost of an acquisition of subsidiaries over the fair value at the date of acquisition of the Group's share of their identifiable net assets.

Negative goodwill represents the excess of the fair value at the date of acquisition of the Group's share of their identifiable net assets over the cost of an acquisition of subsidiaries. Negative goodwill at the date of transition is adjusted directly to income statement.

Goodwill on acquisition of subsidiaries is included as an item in intangible assets.

Goodwill on acquisition post 1 January 2005 is determined after deducting the Group's share of their identifiable net assets and contingent liabilities.

From 1 January 2005, goodwill recognised as intangible assets is tested at least annually for impairment and carried at cost less accumulated impairment losses.

For the purpose of impairment testing of goodwill, goodwill is allocated to each of the Group's cash-generating-units (CGU) expected to benefit from synergies of the business combination.

An impairment loss is recognised in the income statement when the carrying amount of CGU, including the goodwill, exceeds the recoverable amount of the CGU. Recoverable amount of the CGU is the higher of the CGU's fair value less cost 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.

The total impairment loss is allocated first to reduce the carrying amount of goodwill allocated to the CGU and then to other assets of the CGU pro-rata on the basis of the carrying amount of each asset in the CGU.

Impairment loss on goodwill is not reversed in the subsequent period.

(ii) Operating rights

Operating rights are stated at cost less accumulated amortisation and accumulated impairment losses. Amortisation is calculated using the straight-line method to allocate the cost of operating rights over their estimated useful lives of 30 years.

2.6 *Property, plant and equipment*

All property, plant and equipment are initially recorded at cost. Subsequent to recognition, property, plant and equipment are stated at cost or valuation less accumulated depreciation and any accumulated impairment losses. Land and buidlings are subsequently revalued on an asset-by-asset basis, to their fair values. Fair value is determined from market-based evidence by appraisal that is undertaken by professionally qualified valuers. Revaluations are made annually to ensure that their carrying amount does not differ materially from their fair value at the balance sheet date.

2. Significant accounting policies (cont'd)

2.6 *Property, plant and equipment (cont'd)*

When an asset is revalued, any increase in the carrying amount is credited directly to the asset revaluation reserve. However, the increase is recognised in the income statement to the extent that it reverses a revaluation decrease of the same asset previously recognised in the income statement. However, the decrease is debited directly to the asset revaluation reserve to the extent of any credit balance existing in the reserve in respect of that asset.

Any accumulated depreciation as at the revaluation date is eliminated against the gross carrying amount of the asset and the net amount is restated to the revalued amount of the asset. The revaluation surplus included in the asset revaluation reserve in respect of an asset, is transferred directly to accumulated profits on retirement or disposal of the asset.

Depreciation is calculated on a straight-line basis to write off the cost of property, plant and equipment over their expected useful lives. The estimated useful lives are as follows:

Office building	20 years
Machinery and equipment	10 years
Leasehold improvements	10 years
Renovation	3 years
Furniture and office equipment	5 years
Motor vehicles	5 years
Computers	4 years
Tools and equipment	3 years
Workshop	10 years

Repair and maintenance expenses are taken to the income statement during the financial period in which they are incurred. The cost of major renovations and restorations is included in the carrying amount of the asset when it is probable that future economic benefits in excess of the originally assessed standard of performance of the existing asset will flow to the Group, and depreciated over the remaining useful life of the asset.

Where an indication of impairment exists, the carrying amount of the asset is assessed and written down immediately to its recoverable amount. Gains or losses on disposals are determined by comparing the proceeds with the carrying amount and are included in profit/(loss) from operations.

The residual values, useful life and depreciation method are reviewed at each financial year-end to ensure that the amount, method and period of depreciation are consistent with previous estimates and the expected pattern of consumption of the future economics embodied in the items of property, plant and equipment.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset is included in the income statement in the year the asset is derecognised.

2.7 *Land development rights*

Land development rights are stated at amounts as valued by Jones Lang LaSalle on 22 March 2005. The inventory of land development rights unsold at the end of each financial year is carried forward in the balance sheet at the lower of cost (which is the amount per square ft. valued by Jones Lang LaSalle on 22 March 2005) and net realisable value. Land development rights on plots sold are transferred at their carrying value to income statement.

2. Significant accounting policies (cont'd)

2.8 *Investments in subsidiaries and associated companies*

Investments in subsidiaries and associated companies are stated at cost less accumulated impairment losses in the Company's balance sheet. On the disposal of investments in subsidiaries and associated companies, the difference between net disposal proceeds and the carrying amount of the investment is taken to the income statement.

2.9 *Impairment of non-financial assets*

(i) Goodwill

Goodwill is tested annually for impairment, as well as when there is any indication that the goodwill may be impaired.

For the purpose of impairment testing of goodwill, goodwill is allocated to each of the Group's cash-generating-units (CGU) expected to benefit from synergies arising from the business combination.

An impairment loss is recognised when the carrying amount of a CGU, including the goodwill, exceeds the recoverable amount of the CGU. Recoverable amount of a CGU is the higher of the CGU's fair value less cost to sell and value-in-use.

The total impairment loss of a CGU is allocated first to reduce the carrying amount of goodwill allocated to the CGU and then to the other assets of the CGU pro-rata on the basis of the carrying amount of each asset in the CGU.

An impairment loss on goodwill is recognised in the income statement and is not reversed in a subsequent period.

(ii) Intangibles assets, Property, plant and equipment and investment in subsidiaries and associated companies

Intangible assets, property, plant and equipment and investments in subsidiaries and associated companies are reviewed for impairment whenever there is any indication that these assets may be impaired. If any such indication exists, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) of the asset is estimated to determine the amount of impairment loss.

For the purpose of impairment testing of these assets, recoverable amount is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. If this is the case, recoverable amount is determined for the CGU to which the asset belongs.

If the recoverable amount of the asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount.

The impairment loss is recognised in the income statement unless the asset is carried at revalued amount, in which case, such impairment loss is treated as a revaluation decrease. Please refer to the paragraph "Property, plant and equipment" for the treatment of revaluation decrease.

2. Significant accounting policies (cont'd)

2.9 *Impairment of non-financial assets (cont'd)*

(ii) Intangibles assets, Property, plant and equipment and investment in subsidiaries and associated companies (cont'd)

An impairment loss for an asset other than goodwill is reversed if, and only if, there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. The carrying amount of an asset other than goodwill is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of amortisation or depreciation) had no impairment loss for an asset other than goodwill is recognised in the income statement, unless the asset is carried at revalued amount, in which case, such reversal is treated as a revaluation increase. However, to the extent that an impairment loss on the same revlaued asset was previously recognised in the income statement, a reversal of that impairment loss is also recognised in the income statement.

2.10 *Financial assets*

(a) Classification

Financial assets within the scope of FRS 39 are classified as either financial assets at fair value through profit or loss, loans and receivables, held-to-maturity investments, or available-for-sale financial assets, as appropriate. Financial assets are recognised on the balance sheet when, and only when, the Company becomes a party to the contractual provisions of the financial instrument.

When financial assets are recognised initially, they are measured at fair value, plus, in the case of financial assets not at fair value through profit or loss, directly attributable transaction costs. The Company determines the classification of its financial assets after initial recognition and, where allowed and appropriate, re-evaluates this designation at each financial year end.

(i) Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. These arise when the Company provides money, goods or services directly to a debtor with no intention of trading the receivable. Loans and receivables consist of cash and cash equivalents and trade and other receivables. They are included in current assets, except those maturing more than 12 months after balance sheet date, which are classified as non-current assets.

Such assets are carried at amortised cost using the effective interest method. Gains and losses are recognised in the income statement when the loans and receivables are derecognised or impaired, as well as through the amortisation process.

(ii) Available-for-sale financial assets

Available-for-sale financial assets are non-derivative financial assets that are either designated as available-for-sale or not classified in any of the other categories. After initial recognition, available-for-sale financial assets are measured at fair value with gains or losses being recognised as a separate component of equity until the investment is derecognised or until the investment is determined to be impaired at which time the cumulative gain or loss previously reported in equity is included in the income statement.

2. Significant accounting policies (cont'd)

2.10 *Financial assets (cont'd)*

(b) Recognition and derecognition

Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Group has transferred substantially all risks and rewards of ownership. On disposal of a financial asset, the difference between the carrying amount and the sale proceeds is recognised in the income statement. Any amount in the fair value reserve relating to that asset is transferred to the income statement.

(c) Initial measurement

Financial assets are initially recognised at fair value plus transaction costs except for financial assets at fair value through profit or loss, which are recognised at fair value. Transaction costs for financial assets at fair value through profit and loss are recognised immediately in the income statement.

(d) Subsequent measurement

Financial assets, both available-for-sale and at fair value through profit or loss are subsequently carried at fair value. Loans and receivables and financial assets, held-to-maturity are subsequently carried at amortised cost using effective interest method.

Changes in the fair values of financial assets, at fair value through profit or loss including the effects of currency translation, interest and dividend, are recognised in the income statement when the changes arise.

Interest and dividend income on financial assets, available-for-sale are recognised separately in the income statement. Changes in the fair values of available-for-sale debt securities (i.e. monetary items) denominated in foreign currencies are analysed into currency translation differences on the amortised cost of the securities and other changes; the currency translation differences are recognised in the income statement and the other changes are recognised in the fair value reserve. Changes in fair values of available-for-sale equity securities (i.e. non-monetary items) are recognised in the fair value reserve, together with the related currency translation differences.

(e) Impairment

The Group assesses at each balance sheet date whether there is objective evidence that a financial asset or a group of financial assets is impaired and recognises an allowance for impairment when such evidence exists.

(i) Loans and receivables / Financial assets, held to maturity

Significant financial difficulties of the debtor, probability that the debtor will enter into bankruptcy, and default or significant delay in payments are objective evidence that these financial assets are impaired.

The carrying amount of these assets is reduced through the use of an impairment allowance account which is calculated as the difference between the carrying amount and the present value of estimated future cash flows, discounted at the original effective interest rate. When the asset becomes uncollectible, it is written off against the allowance account. Subsequent recoveries of amounts previously written off are recognised against the same line item in the income statement.

2. Significant accounting policies (cont'd)

2.10 *Financial assets (cont'd)*

(e) Impairment (cont'd)

(ii) Financial assets, available-for-sale

Significant or prolonged declines in the fair value of the security below its cost and the disappearance of an active trading market for the security are objective evidence that the security is impaired.

If an available-for-sale financial asset is impaired, an amount comprising the difference between its cost (net of any principal payment and amortisation) and its current fair value, less any impairment loss previously recognised in the income statement, is transferred from equity to the income statement. Reversals of impairment losses in respect of equity instruments are not recognised in the income statement. Reversals of impairment losses on debt instruments are recognised in the income statement if the increase in fair value of the debt instrument can be objectively related to an event occurring after the impairment loss was recognised in the income statement.

2.11 *Financial guarantees*

The Company has issued corporate guarantees to third party for borrowings of its subsidiaries. These guarantees are financial guarantees as they require the Company to reimburse the banks if the subsidiaries fail to make principal or interest payments when due in accordance with terms of their borrowings.

Financial guarantees are initially recognised at their fair values plus transaction costs in the Company's balance sheet.

Financial guarantees are subsequently amortised to the income statement over the period of the subsidiaries' borrowings, unless it is probable that the Company will reimburse the bank for an amount higher than the unamortised amount. In this case, the financial guarantees shall be carried at the expected amount payable to the bank in the Company's balance sheet.

Intragroup transactions are eliminated on consolidation.

2.12 *Inventories*

Inventories are stated at the lower of cost and net realisable value. Cost is determined on a weighted average basis. Net realisable value represents the estimated selling price less all estimated costs of completion and costs to be incurred in marketing, selling and distribution of the item sold. Allowance for obsolete, slow-moving or defective inventories is made where necessary.

2.13 *Trade receivables*

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less allowance for impairment. An allowance for impairment of trade receivables is established when there is objective evidence that the Group will not be able to collect all amounts due according to the original terms of the transactions. The amount of the allowance is the difference between the asset's carrying amount and the present value of the estimated future cash flows, discounted at the original effective interest rate. The amount of the allowance is recognised in the income statement.

2. Significant accounting policies (cont'd)

2.14 *Construction contracts*

A construction contract is a contract specifically negotiated for the construction of an asset or a combination of assets that are closely interrelated or interdependent in terms of their design, technology and functions to their ultimate purpose or use.

When the outcome of a construction contract cannot be estimated reliably, contract revenue is recognised to the extent of contract costs incurred where it is probable those costs will be recoverable. Contract costs are recognised when incurred. When the outcome of a construction contract can be estimated reliably, contract revenue are recognised by using the stage of completion method. The stage of completion method is measured by reference to the contract costs incurred to date to the estimated total costs for the contract. When it is probable that total contract costs will exceed total contract revenue, the expected loss is recognised as an expense immediately.

Contract revenue comprises the initial amount of revenue agreed in the contract and variations in the contract work and claims that can be measured reliably. A variation or a claim is recognised as contract revenue when it is probable that the customer will approve the variation or negotiations have reached an advanced stage such that it is probable that the customer will accept the claim.

At the balance sheet date, the aggregated costs incurred plus recognised profit (less recognised loss) on each contract is compared against the progres billings. Where costs incurred plus the recognised profits (less recognised losses) exeed progress billings, the balance is presented as due from customers on construction contracts within “Work-in-progress in excess of progress billing”. Where progress billings exceed costs incurred plus recognised profits (less recognised losses), the balance is presented as due to customers on construction contracts within “Progress billing in excess of work-in-progress”.

Progress billings not yet paid by customers and retentions are included within “Work-in-progress in excess of progress billing”. Advances received are included within “Progress billing in excess of work-in-progress”.

2.15 *Trade payables*

Trade payables are initially measured at fair value, and subsequently measured at amortised cost, using the effective interest method.

2.16 *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 and loss statement 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 that have been enacted or substantively enacted (by the balance sheet date) in countries where the subsidiaries operate.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. However, if the deferred income tax arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss, it is not accounted for. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the balance sheet date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

2. Significant accounting policies (cont'd)

2.16 *Income tax (cont'd)*

Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which the temporary differences can be utilised.

Deferred income tax is provided on temporary differences arising on investment in subsidiaries except where the timing of the reversal of the temporary difference can be controlled and it is probable that the temporary difference will not reverse in the foreseeable future.

2.17 *Provisions*

Provisions are recognised when the Group has a present obligation (legal or constructive) where, as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of resources embodying economic benefits will be required to settle the obligation, the provision is reversed.

2.18 *Financial Leases*

Finance leases, which effectively transfer to the Group substantially all the risk and rewards incidental to ownership of the leased item, are capitalised at amounts equal, at the inception of the lease, to the fair value of the leased item or, if lower, at the present value of the minimum lease payments. Lease payments are apportioned between the finance charges and reduction of the lease liability so as to achieve a constant periodic rate of interest on the remaining balance of the liability for each period. Finance charges are charged directly to the income statement.

Capitalised leased assets are depreciated over the shorter of the estimated useful life of the asset or the lease term.

2.19 *Operating Leases*

Where a significant portion of the risks and rewards of ownership are retained by the lessor, the leases are classified as operating leases. Payments made under operating leases are taken to the income statement on a straight line basis over the period of the lease.

2.20 *Employee compensation*

(i) Employee leave entitlement

Employee entitlements to annual leave are recognised when they accrue to employees. A provision is made for the estimated liability for annual leave as a result of services rendered by employees up to the balance sheet date.

(ii) Defined contribution plans

Defined contribution plans are post-employment benefit plans under which the Company pays fixed contributions into separate entities such as the Central Provident Fund, and will have no legal or constructive obligation to pay further contributions if any of the funds do not hold sufficient assets to pay all employee benefits relating to employee services in the current and preceding financial years. The Company's contribution to defined contribution plans are recognised in the financial year to which they relate.

2. Significant accounting policies (cont'd)

2.21 *Foreign currency translation*

(i) Functional and presentation currency

Items included in the financial statements of each entity in the Group are measured using the currency of the primary economic environment in which the entity operates ("functional currency"). The financial statements are presented in Singapore Dollar, which is the Company's functional currency.

(ii) Transactions and balances

Transactions in a currency other than the functional currency ("foreign currency") are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Currency translation gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at the closing rates at the balance sheet date are recognised in the income statement. Non-monetary items measured at fair values in foreign currencies are translated using the exchange rates at the date when the fair values are determined.

(iii) Translation of Group entities' financial statements

The results and financial position of all the group entities (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

– Assets and liabiliites are translated at the closing rates at the date of the balance sheet;

– Income and expenses are translated at average exchange rates (unless the average rate is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated using the exchange rates at the dates of the transactions); and

– All resulting exchange differences are taken to the currency translation reserve within equity.

The exchange rates used for translation are as follows:-

For financial years ended	Rates	Kyats to USD	USD to SGD
31 March 2008	Year end rate Average rate	1,118 1,277	1.3810 1.4776
31 March 2007	Year end rate Average rate	1,272 1,309	1.5175 1.5651

The exchange rates used to translate the accounts reported in Kyats into USD are the prevailing open market rates observed by all business organisations in Myanmar. As at 24 June 2008, the closing rate of Kyats to USD was 1,187.

2. Significant accounting policies (cont'd)

2.21 *Foreign currency translation (cont'd)*

(iv) Consolidation adjustments

On consolidation, currency translation differences arising from the net investment in foreign operations, borrowing in foreign currencies, and other currency instruments designated as hedges of such investments, are taken to the currency translation reserve. When a foreign operation is sold, such currency translation differences recorded in the currency translation reserve are recognised in the income statement as part of the gain or loss on sale.

2.22 *Segment reporting*

A business segment is a distinguishable component of the Group engaged in providing products or services that are subject to risks and returns that are different from those of the other business segments. A geographical segment is a distinguishable component of the Group engaged in providing products or services within a particular economic environment that is subject to risks and returns that are different from those of segments operating in other economic environments.

2.23 *Cash and cash equivalents*

Cash and cash equivalents include cash on hand, deposits with financial institutions and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities on the balance sheet.

2.24 *Share capital and share issue expenses*

Proceeds from issuance of ordinary shares are recognised as share capital within equity. Incremental costs directly attributable to the issuance of new ordinary shares are deducted against the share capital account.

2.25 *Dividends to Company's shareholders*

Dividends to Company's shareholders are recognised when the dividends are approved for payments by the shareholders in general meeting.

2.26 *Call option to buy a fixed number of the Company's shares*

A contract that will be settled by the entity (receiving or) delivering a fixed number of its own equity instruments in exchange for a fixed amount of cash or another financial asset is an equity instrument.

Call option that gives the counterparty a right to buy a fixed number of the entity's shares for a fixed price or for a fixed stated principal amount of a bond is an equity instrument. Any consideration received (such as the premium received for a written option or warrant on the entity's own shares) is added directly to equity. Any consideration paid (such as the premium paid for a purchased option) is deducted directly from equity. Changes in the fair value of an equity instrument are not recognised in the financial statements.

2.27 *Related parties*

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party, or exercise significant influence over the other party in making financial and operating decisions. Parties are also considered to be related if they are subject to control or common significant influence.

3. Critical accounting estimates, assumptions and judgements

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

a) Critical accounting estimates and assumptions

The Company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions 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.

(i) Foreign currency translation

The Group's business is exposed to foreign exchange risk arising from the volatility of the Myanmar Kyats against the US dollar and other major foreign hard currencies. The Group performs a translation (monthly) of its Kyat denominated assets and liabilities to US dollar equivalents based on estimated Kyat to US dollar unofficial exchange rates and accounts for any gains or losses arising from such transactions in the income statement.

(ii) Estimated impairment of goodwill

The Group tests annually whether goodwill has suffered any impairment. The recoverable amounts of cash-generating units have been determined based on value-in-use calculations. These calculations require the use of estimates.

(iii) Impairment of investment in subsidiaries and associated company

The Company follows the guidance of FRS 36 in determining the recoverability of its investment in subsidiaries and associated company. This requires assessment as to whether the carrying amount of its investment in subsidiaries and associated company can be supported by the net present value of future cash flows derived from such investments using cash flow projections which have been discounted at an appropriate rate. This determination requires significant judgement. The Company determines forecasts of future cash flows based on its estimates of future revenues and operating expenses using historical and industry trends, general market conditions, forecasts and other available information.

(iii) Land development rights (LDRs)

The Group tests periodically (minimum once a year at year end) the fair value of unsold LDRs in accordance with FRS 2 (revised 2004) to ensure that the value carried in the balance sheet is at the lower of cost (as revalued by Jones Lang Lasalle in March 2005) and net realisable value. Net realisable value represents the estimated selling price less all estimated costs of completion and costs to be incurred in marketing, selling and distribution of the item sold.

(iv) Construction and property development contracts

The Group recognises contract revenue to the extent of contract costs incurred where it is probable those costs (based on the stage of completion method) will be recoverable. The stage of completion is measured by reference to the value of work performed to the estimated total costs (including costs to complete) of the projects.

3. Critical accounting estimates, assumptions and judgements (cont'd)

b) Critical judgements in applying the entity's accounting policies

(i) Impairment of available-for-sale financial assets

The Group follows the guidance of FRS 39 (revised 2006) on determining when a financial asset is impaired. This determination requires significant judgement. The Group evaluates, among other factors, the duration and extent to which the fair value of an investment is less than its cost; and the financial health of and near-term business outlook for the investee, including factors such as industry and sector performance, changes in technology and operational and financing cash flow.

(ii) Income taxes

The Group is subject to income taxes in Singapore and Myanmar jurisdictions. Significant judgment is required in determining the capital allowances and deductibility of certain expenses during the estimation of the provision for income taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The Group recognises liabilities for anticipated tax issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the income tax and deferred income tax provisions in the period in which such determination is made.

4. Revenue

	The Group	
	2008	2007
	S$'000	S$'000
Land and buildings	1,140	1,830
Construction	6,172	5,993
Professional services	3,549	1,348
	10,861	9,171

5. Other operating income

	The Group	
	2007	2007
	S$'000	S$'000
Interest income	37	21
Gain on disposal of unquoted investment (Note 27)	178	–
Negative goodwill (Note 24)	2,600	–
Termination fee	19,250	–
Sundry income	119	72
	22,184	93

Negative goodwill of S$2,600,000 relates to the excess of fair value of net identifiable assets acquired in the associated company, Winner Sights Investments Ltd over cost of investment. Winner Sights Investments Ltd was previously controlled by a director of the Company who is also the majority Shareholder of the Company.

In March 2007, the Group entered into a Sale and Purchase Agreement with Allied Win Group Limited ("AWGL") to purchase 75% of equity interest in Winner Sights Investments Ltd ("WSI"). Subsequent to the signing of this Sale and Purchase Agreement, the Group received a proposal from AWGL to reduce its proposed equity investment in WSI. Pursuant to the proposal, the Group would receive RMB 100 million in return for reducing its proposed equity investment in WSI from 75% to 25%. In September 2007, the Group signed the termination deed and received the termination fee of S$19,250,000 (RMB 100 million) from AWGL. AWGL is a company controlled by a director of the Company who is also the majority shareholder.

6. Other operating expenses

	The Group	
	2008	2007
	S$'000	S$'000
Impairment loss on prepayments	2,423	–
Goodwill arising from reverse acquisition written off	–	13,935
Others	318	31
	2,741	13,966

7. Profit / (Loss) before taxation

	The Group	
	2008	2007
	S$'000	S$'000
(a) Profit / (Loss) before taxation is arrived at after charging:		
Depreciation of property, plant and equipment	452	359
Directors' fees	165	190
Director's remuneration	755	118
Exchange loss	108	112
Impairment loss on prepayments	2,423	–
Legal and secretarial fees paid to a firm in which a director is a partner	410	42
Employer's contribution to defined contribution plans including Central Provident Fund	29	15
Staff costs (Note 7(b))	1,903	519
(b) Staff costs comprised the following:		
Salaries and bonuses	1,761	391
Other staff benefits	142	128
	1,903	519

8. Taxation

(a) Tax expense

	The Group	
	2008	2007
	S$'000	S$'000
Tax expense attributable to profits made up of:		
Current income tax for current financial year	227	470
Current income tax overprovided in preceding financial years	(67)	(190)
	160	280

8. Taxation (cont'd)

(a) Tax expense (cont'd)

The income tax expense/(income) on profit/(loss) before tax differs from the amount that would arise using the Singapore standard rate of income tax due to the following:

	The Group	
	2008 S$'000	2007 S$'000
Profit / (Loss) before taxation	17,358	(14,149)
Tax calculated at a tax rate of 18% (2007: 20%)	3,124	(2,547)
Effects of		
– Expenses not deductible for tax purposes	490	2,510
– Income not taxable for tax purposes	(3,933)	–
– Effect of different tax rates of subsidiaries	91	202
– Income of subsidiary not subject to tax	(17)	–
– Deferred tax assets not recognised	439	305
– Overprovision in preceding financial years	(67)	(190)
– Others	37	–
Tax charge	165	280

(b) Movements in the provision for tax in the balance sheet are as follows:-

	The Group		The Company	
	As at 31.3.2008 S$'000	As at 31.3.2007 S$'000	As at 31.3.2008 S$'000	As at 31.3.2007 S$'000
At beginning of financial year	2,571	2,680	–	229
Current income tax expense	160	280	–	(229)
Income tax paid	(201)	(219)	–	–
Exchange difference	153	(170)	–	–
At end of financial year	2,683	2,571	–	–

9. Earnings per share

(a) Basic earnings per share

Basic earnings per share is calculated by dividing the net profit attributable to ordinary shareholders by the weighted average number of ordinary shares outstanding during the year. The following reflects the income statement and share data used in the basic earnings per share computations for the years ended 31 March:

	The Group	
	2008	2007
Net profit attributable to ordinary shareholders for basic earnings per share (S$'000)	18,262	(14,712)
Weighted average number of ordinary shares applicable to basic earnings per share ('000)	433,582	282,192
Basic earnings / (loss) per share (cents)	4.21	(5.21)

9. Earnings per share (cont'd)

(a) Basic earnings per share (cont'd)

Due to the reverse acquisition during the last financial year, the number of ordinary shares outstanding from the beginning of the financial year to the acquisition date for purpose of calculating the weighted average number of ordinary shares is deemed to be the number of ordinary shares issued by YSHL to the owners of the legal subsidiary, YSIL, and the number of ordinary shares outstanding from the acquisition date to the end of the financial year is the actual number of ordinary shares of YSHL outstanding during the period.

(b) Diluted earnings per share

For the purpose of calculating diluted earnings per share, profit attributable to equity holders of the Company and the weighted average number of ordinary shares outstanding are adjusted for the effects of all dilutive potential ordinary shares. The Company has only one category of dilutive potential ordinary shares: share options.

For share options, the weighted average number of shares on issue has been adjusted as if all dilutive share options were exercised. The number of shares that could have been issued upon the exercise of all dilutive share options is added to the denominator. No adjustment is made to the net profit.

	The Group	
	2008	**2007**
Net profit attributable to ordinary shareholders for basic earnings per share (S$'000)	18,262	(14,712)
Weighted average number of ordinary shares applicable to basic earnings per share ('000)	433,582	282,192
Adjustments for share options ('000)	60,000	–
	493,582	282,192
Dilutive earnings / (loss) per share (cents)	3.70	(5.21)

10. Cash and cash equivalents

	The Group		The Company	
	2008	**2007**	**2008**	**2007**
	S$'000	**S$'000**	**S$'000**	**S$'000**
Cash at bank and on hand	5,858	6,099	2,596	1,953
Short-term bank deposits	450	–	–	–
	6,308	6,099	2,596	1,953

For the purpose of presenting the consolidated cash flow statement, the consolidated cash and cash equivalents comprise the following:-

	The Group	
	2008	**2007**
	S$'000	**S$'000**
Cash and bank balances as above	6,308	6,099

At balance sheet date, the carrying amounts of cash and bank balances approximated their fair values.

10. Cash and cash equivalents (cont'd)

Cash at bank and on hand at the balance sheet date were denominated in the following currencies:

	The Group		The Company	
	2008 S$'000	2007 S$'000	2008 S$'000	2007 S$'000
Singapore Dollar	1,751	2,026	1,441	525
United States Dollar	916	268	138	–
Myanmar Kyats	3,637	3,805	1,017	1,428
Chinese Renminbi	4	–	–	–
	6,308	6,099	2,596	1,953

Acquisition of subsidiary

Financial year ended 31 March 2008:-

On 25 September 2007, the company acquired 52.86% stake in Plantation Resources Pte Ltd ("PRPL") for a consideration of S$6,338,000.

The aggregate effects of acquisition of subsidiaries are as follows:-

	Acquiree's fair value on combination S$'000	Carrying amount before combination S$'000
Cash and bank balances	585	585
Other receivables	4,655	5,832
Operating rights (Note a)	8,363	8,363
Total assets	13,603	14,780
Other payables	(1,523)	(1,523)
Due to shareholders	(1,275)	(1,275)
Loan creditors	(1,281)	(1,281)
Total liabilities	(4,079)	(4,079)
Net identifiable assets	9,524	
Less: Minority interest	(4,490)	
Net identifiable assets purchased	5,034	
Goodwill	1,304	
Total consideration (Note b)	6,338	
Cash outflow arising from acquisition of subsidiary (Note b)	(468)	
Cash and bank balances in subsidiaries acquired	585	
Net cash inflow from acquisition of subsidiaries	117	

(a) As at the date of acquisition, owing to the complexity involved in the fair value exercise of the operating rights, operating rights are not stated at its fair value as yet. FRS 103 provides that provisional amount may be used to account for the business combination, provided that the provisional amount is adjusted for within 12 months from the date of acquisition. The Group will be adjusting the provisional amount of the operating rights during the next financial year before the 12 months period expires.

10. Cash and cash equivalents (cont'd)

(b) Total consideration of S$6,338,000 was represented by purchase consideration of S$5,870,000 which was fully paid in the form of the Company's new ordinary shares and S$468,000 of incidental costs directly incurred in relation to the acquisition which was fully paid in cash.

(c) Subsequently in February 2008, the Group further acquired 6.81% of the equity interest in PRPL. The goodwill arising out of this additional acquisition amounted to approximately S$271,000. The total goodwill recorded for the acquisition of 59.67% amounted to S$1,575,000 (Note 28(a)).

Financial year ended 31 March 2007:-

On 17 August 2006, the company acquired 100% of the issued share capital of Yoma Strategic Investments Ltd. ("YSIL"). This transaction has been accounted for as reverse acquisition under FRS 103.

As described in Note 2 to the financial statements, YSIL became the parent of the enlarged group for accounting purpose, and Yoma Strategic Holdings Ltd ("YSHL")("the Acquiree") became the acquiree. The net assets of the Acquiree acquired in the transaction, and the goodwill arising, are as follows:

	Acquiree's fair value before combination S$'000
The aggregate effects of acquisition of subsidiaries are as follows:-	
Cash and bank balances	2,314
Other receivables	3,649
Total assets	5,963
Other payables	(4,858)
Total liabilities	(4,858)
Net identifiable assets	1,105
Less: Minority interest	–
Net identifiable assets purchased	1,105
Goodwill	13,935
Total consideration *	15,040
Cash outflow arising from acquisition of subsidiaries *	–
Cash and bank balances in subsidiaries acquired	2,333
Net cash inflow from acquisition of subsidiaries	2,333

* The consideration which includes transaction costs was based on YSHL's entire share capital of 22,092,351 ordinary shares before the reverse acquisition using fair value of S$0.68 per share.

11. Trade receivables

	The Group	
	2008 S$'000	2007 S$'000
Trade receivables	1,281	1,103
Less: Provision for doubtful debts	(306)	(74)
Trade receivables – net	975	1,029
Represented by:-		
Current	921	1,029
Non-current	54	–
	975	1,029

At balance sheet date, the carrying amounts of current trade receivables approximated their fair values.

Impairment on trade receivables is made on specific debts for which the directors of the Group are of the opinion that the debts are not recoverable based on the ageing of the trade receivables. As at 31 March 2008, trade receivables of S$457,000 (2007: S$22,000) over 6 months due were provided at 50% and S$78,000 (2007: Nil) over 12 months due were provided at 100%.

Bad debts written off on trade receivables recognised as an expense and included in "Administrative expenses" amounted to S$246,000 (2007: S$180,000)

Movements in provision for doubtful trade receivables are as follows:-

	The Group	
	2008 S$'000	2007 S$'000
Beginning of financial year	74	–
Provision made during the year	251	74
Write back of provision	(17)	–
Foreign currency translation difference	(2)	–
End of financial year	306	74

Trade receivables at the balance sheet date were denominated in the following currencies:

	The Group	
	2008 S$'000	2007 S$'000
Myanmar Kyats	911	1,029
United States Dollar	64	–
	975	1,029

12. Other receivables

	The Group		The Company	
	2008	2007	2008	2007
	S$'000	S$'000	S$'000	S$'000
Other receivables	178	324	196	167
Deferred expenditure	–	260	–	260
Deposits	221	83	69	8
Prepayments	488	230	24	23
	887	897	289	458

At balance sheet date, the carrying amounts of other receivables approximated their fair values.

Other receivables were denominated in the following currencies at balance sheet date:

	The Group		The Company	
	2008	2007	2008	2007
	S$'000	S$'000	S$'000	S$'000
Singapore Dollar	558	525	289	458
United States Dollar	16	–	–	–
Myanmar Kyats	309	372	–	–
Chinese Renminbi	4	–	–	–
	887	897	289	458

13. Amount due from subsidiaries

	The Company	
	2008	2007
	S$'000	S$'000
Amount due from subsidiaries	5,072	2

At balance sheet date, the carrying amounts of amount due from subsidiaries approximated their fair values.

The amount due from subsidiaries is non-trade in nature, unsecured, interest-free and is receivable upon demand.

Amount due from subsidiaries was denominated in the following currencies at balance sheet date:

	The Company	
	2008	2007
	S$'000	S$'000
Singapore Dollar	4,777	–
Myanmar Kyats	295	2
	5,072	2

14. Amount due from associated company

	The Group	
	2008 S$'000	2007 S$'000
Amount due from associated company	177	–

At balance sheet date, the carrying amount of amount due from associated company approximated its fair value.

The amount due from associated company is trade in nature, unsecured, interest-free and is receivable within normal trade credit terms.

Amount due from associated company is denominated in the following currencies at balance sheet date:

	The Group	
	2008 S$'000	2007 S$'000
United States Dollar	71	–
Chinese Renminbi	106	–
	177	–

15. Amounts due from related parties

	The Group	
	2008 S$'000	2007 S$'000
Amount due from related parties	35	745

At balance sheet date, the carrying amounts of amount due from related parties approximated their fair values.

For the purpose of these financial statements, parties are considered to be related if one party has the ability, directly or indirectly, to control the other party, or exercise significant influence over the other party in making financial and operating decisions. Parties are also considered to be related if they are subject to control or common significant influence.

The amount due from related parties is unsecured, interest-free and is receivable upon demand.

Amount due from related parties was denominated in the following currencies at balance sheet date:

	The Group	
	2008 S$'000	2007 S$'000
Myanmar Kyats	35	745

16. Inventories

	The Group	
	2008 S$'000	2007 S$'000
Raw materials, at cost	105	98
Finished goods, at cost	452	236
Other items, at cost	578	753
	1,135	1,087

There are no inventories written off during the financial year.

17. Work-in-progress

	The Group	
	2008 S$'000	2007 S$'000
Construction costs	3,317	1,650
Attributable profit	532	713
	3,849	2,363
Progress billings received or receivable	(2,389)	(2,041)
	1,460	322
Comprising:		
Work-in-progress in excess of progress billing	1,737	365
Progress billing in excess of work-in-progress	(277)	(43)
	1,460	322

This represents costs, such as material costs, direct labour and relevant overheads, that were incurred for construction and services contracts that are still ongoing at balance sheet date.

18. Trade payables

	The Group	
	2008 S$'000	2007 S$'000
Trade payables	375	492

At the balance sheet date, the carrying amounts of trade payables approximated their fair values.

Trade payables were denominated in the following currencies at the balance sheet date:

	The Group	
	2008 S$'000	2007 S$'000
Myanmar Kyats	375	492

19. Other payables

	The Group		The Company	
	2008 S$'000	2007 S$'000	2008 S$'000	2007 S$'000
Sundry payables	947	731	557	566
Accrued expenses	1,212	888	594	126
Advance receipts	5	–	–	–
	2,164	1,619	1,151	692

At balance sheet date, the carrying amounts of other payables approximated their fair values.

Other payables were denominated in the following currencies at the balance sheet date:

	The Group		The Company	
	2008 S$'000	2007 S$'000	2008 S$'000	2007 S$'000
Singapore Dollars	1,282	801	1,151	692
United States Dollars	135	–	–	–
Myanmar Kyats	726	818	–	–
Chinese Renminbi	21	–	–	–
	2,164	1,619	1,151	692

20. Amount due to subsidiaries

	The Company	
	2008 S$'000	2007 S$'000
Amount due to subsidiaries	1,117	2,825

At balance sheet date, the carrying amount of amount due to subsidiaries approximated its fair value.

The amount due to subsidiaries is non-trade in nature, unsecured, interest-free and is repayable upon demand.

Amount due to subsidiaries was denominated in the following currencies at balance sheet date:

	The Company	
	2008 S$'000	2007 S$'000
Singapore Dollars	1,117	2,825

21. Amount due to related parties

	The Group	
	2008 S$'000	2007 S$'000
Amount due to related parties	331	114

21. Amount due to related parties (cont'd)

At balance sheet date, the carrying amount of amount due to related parties approximated its fair value.

For the purpose of these financial statements, parties are considered to be related if one party has the ability, directly or indirectly, to control the other party, or exercise significant influence over the other party in making financial and operating decisions. Parties are also considered to be related if they are subject to control or common significant influence.

The amount due to related parties is unsecured, interest-free and is repayable upon demand.

Amount due to related parties was denominated in the following currencies at balance sheet date:

	The Group	
	2008 S$'000	2007 S$'000
Myanmar Kyats	331	114

22. Borrowings

	The Company	
	2008 S$'000	2007 S$'000
Current		
Amount due to loan creditor (Note (a))	594	–
Amount due to hire purchase creditor (Note (b))	10	–
	604	–
Non-current		
Amount due to loan creditor (Note (a))	297	–
Amount due to hire purchase creditor (Note (b))	41	–
	338	–
Total borrowings	942	–

The carrying amounts of borrowings approximated their fair values.

(a) Amount due to loan creditors

	The Group	
	2008 S$'000	2007 S$'000
Minimum lease payments due		
– Not later than one year	662	–
– Between one and five years	311	–
	973	–
Less: Future finance charges	(82)	–
Present value of finance lease liabilities	891	–

22. Borrowings

(a) Amount due to loan creditors

	The Group	
	2008 S$'000	2007 S$'000
The present values of finance lease liabilities are analysed as follows:		
Not later than one year	594	–
Later than one year		
– Between one and five years	297	–
	891	–

The lease obligation is denominated in United States Dollars at balance sheet date.

The lease term is 2 years (2007: Nil). For the financial year ended 31 March 2008, the effective borrowing rate was 9.056% per annum. Interest rates are fixed at the contract date, and thus expose the Group to fair value interest rate risk. The repayment is payable twice a year on a fixed repayment basis.

The Group's finance lease liability was secured by the financial guarantee provided by the Company in the event of default by the subsidiary of the Group.

(b) Amount due to hire purchase creditors

The Group leases plant and equipment, and motor vehicles from non-related parties under finance leases.

	The Group	
	2008 S$'000	2007 S$'000
Minimum lease payments due		
– Not later than one year	12	–
– Between one and five years	48	–
	60	–
Less: Future finance charges	(9)	–
Present value of finance lease liabilities	51	–

	The Group	
	2008 S$'000	2007 S$'000
The present values of finance lease liabilties are analysed as follows:		
Not later than one year	10	–
Later than one year		
– Between one and five years	41	–
	51	–

The lease obligation is denominated in Singapore Dollars at balance sheet date.

The lease term is 5 years (2007: Nil). For the financial year ended 31 March 2008, the effective borrowing rate was 3.5% per annum. Interest rates are fixed at the contract date, and thus expose the Group to fair value interest rate risk. The repayment is payable on a fixed repayment basis.

22. Borrowings (cont'd)

(b) Amount due to hire purchase creditors (cont'd)

The Group's hire purchase facility granted is in respect of purchasing construction and related equipment. This facility is secured by the financial guarantee provided by the Company in the event of default by the subsidiary of the Group. This hire purchase facility was also secured by separate corporate guarantee given by the subsidiary's shareholders.

23. Investment in subsidiaries

	The Company	
	2008 S$'000	2007 S$'000
Investment at cost	103,239	103,239

Details of subsidiaries held by the Company are as follows:

	Name of subsidiaries	Principal activities	Country of incorporation	Equity holdings at 31.3.2008	Equity holdings at 31.3.2007
	Held by the Company				
(1)	Yoma Strategic Investments Ltd	Investment holding	Singapore	100%	100%
	Subsidiaries of Yoma Strategic Investments Ltd				
(1)	Lion Century Properties Ltd	Property development rights holding	British Virgin Islands	100%	100%
(1)	Yoma Construction Industries Pte Ltd	Investment holding	Singapore	100%	100%
(1)	Yoma Development Group Pte Ltd	Investment holding	Singapore	100%	100%
(1)	Plantation Resources Pte Ltd	Agricultural and animal husbandry service activities	Singapore	59.67%	–
	Subsidiaries of Yoma Construction Industries Pte Ltd				
(2)	Myanmar V-Pile Co Ltd	Pilling and construction services	Myanmar	55%	55%
(2)	Chinthe Concrete Co Ltd	Ready mix concrete production	Myanmar	55%	55%
(2)	First Myanmar Construction Co Ltd	Super-structure construction works	Myanmar	55%	55%

23. Investment in subsidiaries (cont'd)

	Name of subsidiaries	Principal activities	Country of incorporation	Equity holdings at 31.3.2008	Equity holdings at 31.3.2007
	Subsidiaries of Yoma Development Group Pte Ltd				
(2)	SPA Project Management Ltd	Property development, management, architectural and design services	Myanmar	100%	100%
(1)	SPA Project Management Pte Ltd	Project management services	Singapore	100%	100%
(1)	SPA Design Pte Ltd	Design services	Singapore	100%	100%
	Subsidiary of Myanmar V-Pile Co Ltd				
(2)	Myanmar Piling Co. Ltd	Piling and construction services	Myanmar	33%	33%
(1)	V-Pile Singapore Pte Ltd	Piling and construction services	Singapore	33%	–

(1) Audited by PKF-CAP LLP, Singapore.
(2) Audited by Daw Myint Myint Toe, Myanmar.

24. Investment in associated company

	The Group 2008 S$'000	The Group 2007 S$'000
Beginning of financial year	–	–
Equity investment at cost	3,579	–
Share of profit		–
– Share of loss for the period	(111)	–
– Negative Goodwill	2,600	–
Share of reserves	698	–
End of financial year	6,766	–
Add: Loan to associated company (Note b)	13,527	–
	20,293	–

(a) Details of the associated company are as follows:-

Name of company	Principal activities	Country of incorporation	Equity holdings at 31.3.2008	Equity holdings at 31.3.2007
Held by Yoma Strategic Investments Ltd				
Winner Sight Investments Limited ("WSI")	Investment holding	Hong Kong	27%	–

24. Investment in associated company (cont'd)

(a) Details of the associated company are as follows:- (cont'd)

The associated company has a financial year end of 31 December and its auditors are Deloitte & Touche, Hong Kong. The summarised unaudited financial information of associated company as at 31 March 2008 is as follows:-

	2008 S$'000	2007 S$'000
– Assets	113,935	–
– Liabilities	86,504	–
– Revenue	107	–
– Net loss	(411)	–

(b) The loan to associated company is non-trade in nature, unsecured, interest-free and is repayable upon demand. However, it is the intention of both parties that this loan will not be repayable within the foreseeable future. In addition, there is also no certainly on the definite date of repayment as YSIL intends to provide this loan as financing for WSI's operations for the long term. Accordingly, it is not possible for the management to calculate what should be the fair value of this loan at 31 March 2008.

Loan to associated company was denominated in the following currencies at balance sheet date:

	The Group	
	2008 S$'000	2007 S$'000
Hong Kong Dollars	995	–
United States Dollars	12,532	–
	13,527	–

25. Prepayments

	The Group	
	2008 S$'000	2007 S$'000
Prepayments, at cost	8,315	–
Fair value adjustments at date of acquisition of subsidiary	(1,178)	–
Impairment loss	(2,423)	–
	4,714	–

Pursuant to a Crop and Produce Supply Agreement which a subsidiary entered into with a company which is controlled by a director who is also the majority shareholder of the Company, the subsidiary agrees to make a prepayment to the related party for a minimum quantity of crops produced by the plantation owned by the related party. Such prepayments shall be offset against the price of the crops purchased by the subsidiary.

Based on information provided by the related party, the repayment of the above prepayments by way of crops supply is expected to be in the next 3 – 5 financial years. Given the long term nature of the prepayments, the recoverable amount calculated based on the present value of the prepayments over the 3 – 5 years period is lower than its carrying amount, resulting in an impairment loss being recorded by the Group. The Group will review the necessity and adequacy of the provision for impairment loss at each reporting date and make necessary adjustments accordingly.

26. Property, plant and equipment

The Group	Buildings S$'000	Machinery & equipment S$'000	Leasehold improvements S$'000	Furniture & office equipment S$'000	Motor vehicles S$'000	Computers S$'000	Tools & equipment S$'000	Workshop S$'000	Total S$'000
Cost									
At 1 April 2007	96	2,116	18	207	475	181	60	99	3,252
Additions	2	461	10	217	61	48	29	–	828
Disposals	–	–	–	–	–	–	(2)	–	(2)
Exchange difference	3	70	1	5	13	10	5	3	110
As at 31 March 2008	101	2,647	29	429	549	239	92	102	4,188
Accumulated depreciation									
At 1 April 2007	79	706	2	125	288	128	51	7	1,386
Charge for the financial year	12	208	3	103	64	47	10	5	452
Disposals	–	–	–	–	–	–	(2)	–	(2)
Exchange difference	3	23	1	3	9	4	(1)	1	43
As at 31 March 2008	94	937	6	231	361	179	58	13	1,879
Net book value									
As at 31 March 2008	7	1,710	23	198	188	60	34	89	2,309
Cost									
At 1 April 2006	167	1,957	24	205	366	173	94	111	3,097
Additions	1	324	4	34	138	24	6	–	531
Disposals	(59)	(39)	–	(24)	–	(1)	(6)	(3)	(132)
Exchange difference	(13)	(126)	(10)	(8)	(29)	(15)	(34)	(9)	(244)
As at 31 March 2007	96	2,116	18	207	475	181	60	99	3,252
Accumulated depreciation									
At 1 April 2006	66	603	4	93	239	103	61	3	1,172
Charge for the financial year	19	171	2	51	68	36	8	4	359
Disposals	(1)	(30)	–	(15)	–	(3)	(6)	–	(55)
Exchange difference	(5)	(38)	(4)	(4)	(19)	(8)	(12)	–	(90)
As at 31 March 2007	79	706	2	125	288	128	51	7	1,386
Net book value									
As at 31 March 2007	17	1,410	16	82	187	53	9	92	1,866

Included in additions in the consolidated financial statements are motor vehicles acquired under finance lease amounting to S$61,000 (2007: Nil). The carrying amount of the motor vehicles held under finance lease is S$60,000 (2007: Nil) at balance sheet date.

26. Property, plant and equipment (cont'd)

	Motor Vehicle S$'000	Furniture and office equipment S$'000	Computer S$'000	Total S$'000
The Company				
Cost				
As at 1 July 2007	109	5	6	120
Additions	–	4	–	4
As at 31 March 2008	109	9	6	124
Accumulated depreciation				
As at 1 July 2007	4	1	1	6
Charge for the financial year	22	2	2	26
As at 31 March 2008	26	3	3	32
Net book value				
As at 31 March 2008	83	6	3	92
Cost				
As at 1 July 2006	–	–	–	–
Additions	109	5	6	120
As at 31 March 2007	109	5	6	120
Accumulated depreciation				
As at 1 July 2006	–	–	–	–
Charge for the financial year	4	1	1	6
As at 31 March 2007	4	1	1	6
Net book value				
As at 31 March 2007	105	4	5	114

27. Unquoted investment

	The Group	
	2008 S$'000	2007 S$'000
Unquoted investment at cost	–	1,078

This amount comprises an investment in SPA China Syndication No.1. (the "Syndication") which is an entity controlled by a director who is also the majority shareholder.

The Syndication has a 100% beneficial interest in Delight Result Limited, which holds a 25% equity stake in Winner Sight Investments Limited ("WSI"). WSI, through its wholly-owned subsidiary, SPA (Dalian) Property Development Co. Ltd, owns the Zhong Bei Building in Dalian, PRC.

During the financial year, the Group sold the investment back to the Syndication and recorded a gain of S$178,000.

28. Intangible assets

	The Group	
	2008 S$'000	2007 S$'000
Goodwill arising on consolidation (Note (a))	2,613	1,496
Operating rights (Note (b))	8,218	–
V-Pile Technology (Note (c))	14	19
	10,845	1,515

(a) Goodwill arising on consolidation

	The Group	
	2008 S$'000	2007 S$'000
Beginning of financial year	1,496	1,496
Acquisition of subsidiary (Note 9)	1,575	13,935
Goodwill arising from reverse acquisition written off	–	(13,935)
Currency translation differences	(458)	–
End of financial year	2,613	1,496

Impairment tests for goodwill

Goodwill is allocated to the Group's cash-generating units ("CGUs") identified according to business segments. A segment-level summary of the goodwill allocation is as follows:-

	The Group	
	2008 S$'000	2007 S$'000
Construction	1,038	1,496
Agricultural	1,575	–
	2,613	1,496

The recoverable amount of a CGU was determined based on value-in-use calculations. Cash flow projections used in these calculations were based on financial budgets approved by management covering a five-year period. Assumptions for the budgets were based on past performance and expectations of the market development.

Key assumptions used for value-in-use calculations:

	Construction	Agricultural
[1] Growth rate	10%	30%
[2] Discount rate	20%	20%

[1] Growth rate used in the cash flow projections of the CGU
[2] Pre-tax discount rate applied to the pre-tax cash flow projections

28. Intangible assets (cont'd)

(b) Operating rights

	The Group	
	2008	2007
	S$'000	S$'000
Beginning of financial year	–	–
Additions	8,727	–
Amortisation	(509)	–
End of financial year	8,218	–
Cost	8,727	–
Accumulated amortisation	(509)	–
Net book value	8,218	–

Pursuant to a Joint Planting and Operating Deed which a subsidiary, Plantation Resources Pte Ltd ("PRPL"), entered into with a related party, PRPL is appointed as the operator of a plantation project in which the related party is a major shareholder. PRPL will be entitled to receive a share of the profit arising from the plantation project.

PRPL is a newly acquired subsidiary during the financial year. According to FRS 103: Business Combinations, all identified assets acquired and liabilities and contingent liabilities assumed in business combination are measured initially at their fair value on the date of acquisition. As at the date of acquisition of PRPL, owing to the complexity involved in the fair value exercise of the operating rights, operating rights are not stated at its fair value as yet. FRS 103 further provides that provisional amount may be used to account for the business combination, provided that the provisional amount is adjusted for within 12 months from the date of acquisition. The Group will be adjusting the provisional amount of the operating rights during the next financial year before the 12 months period expires.

(c) V-Pile Technology

	The Group	
	2008	2007
	S$'000	S$'000
Beginning of financial year	19	28
Amortisation	(7)	(6)
Currency translation difference	2	(3)
End of financial year	14	19
Cost	98	98
Accumulated amortisation	(54)	(46)
Currency translation difference	(30)	(33)
Net book value	14	19

(d) Amortisation expense included in the income statement is analysed as follows:

	The Group	
	2008	2007
	S$'000	S$'000
Cost of sales	7	6
Administrative expenses	145	–
Total	152	6

29. Land development rights

	The Group	
	2008	2007
	S$'000	S$'000
Beginning balance	81,874	82,517
Allocated to income statement for the financial year	(1,109)	(643)
Ending balance	80,765	81,874
Represented by:-		
Pun Hlaing Golf Estate (PHGE)	63,108	64,285
FMI City (Orchid Garden)	7,129	7,704
Evergreen Condominium	10,528	10,528
	80,765	82,517

Subsequent to balance sheet date, the Group has engaged an independent professional valuer, Robert Khan & Company Pte Ltd to perform a desktop valuation review on the above land development rights. Based on the valuation report dated 9 May 2008, the market value of the above land development rights amounted to approximately S$84,694,000 which is higher than the cost stated above. Accordingly, no provision for impairment loss was necessary.

30. Share capital

The issued and paid up capital amounting to S$110,228,889 is made up of 441,346,982 ordinary shares. All issued ordinary shares are fully paid. The movements in the issued and paid up capital are analysed as follows:-

	The Company	
	2008	2007
	S$'000	S$'000
Beginning of financial year	104,359	1,119
Share issue, net of expenses	5,870	103,240
End of financial year	110,229	104,359

The movements in the number of ordinary shares issued during the financial year are analysed as follows:-

	The Company	
	2008	2007
	Number of ordinary shares	
Beginning of financial year	425,816,982	22,092,351
Share issue	15,530,000	190,816,140
Share split of each exisiting share into 2 shares	–	212,908,491
End of financial year	441,346,982	425,816,982

On 25 September 2007, the Company issued 15,530,000 ordinary shares to pay for the purchase consideration of S$5,870,000 for the acquisition of a 52.86% interest in Plantation Resources Pte Ltd. The newly issued shares rank pari passu in all respects with the previously issued shares.

31. Share option reserve

On 22 October 2007, the Company granted a call option ("Call Option") to GCREF Acquisitions VII Limited ("GCREF") to subscribe for an aggregate of 60 million ordinary shares in the Company ("Option shares") at an exercise price of S$0.322 per Option share. GCREF shall be entitled to exercise the Call Option, in whole or in part, at any time prior to 31 December 2008 provided that the Call Option may not be exercised in respect of more than 20 million Option Shares prior to 31 March 2008.

In return for granting the above Call Option to GCREF, GCREF paid a call option fee of RMB10 million (equivalent to S$1,952,000) to the Company. This call option fee is not refundable and not to be offset against exercise price.

The Call Option has not been exercised in whole or in part as at 31 March 2008.

32. Dividends

At the Annual General Meeting on 21 Juy 2008, a final exempt (one-tier) dividend of 0.5 cents per share amounting to approximately S$2,207,000 will be recommended. These financial statements do not reflect this dividend, which will be accounted for in shareholders' equity as an appropriation of retained earnings in the financial year ending 31 March 2009.

33. Related party transactions

(a) Other than disclosed elsewhere in the financial statements, the following significant transactions took place between the Group and related parties on terms agreed between the parties during the financial year:

	The Group	
	2008 S$'000	2007 S$'000
Sales to related parties	252	1,079
Purchases from related parties	94	264
Termination fee income (Note 5)	19,250	–
Negative goodwill arising from acquisition of an associated company which was previously controlled by a director which is also a majority shareholder (Note 5)	2,600	–
Treasury transactions *	690	699
Gain on disposal of unquoted investment in related party (Note 27)	178	–
Investment in SPA China Syndication No. 1 (Note 27)	–	1,078
Prepayments for supply of crops (Note 25)	5,988	–
Land development rights transactions	463	818

* Treasury transactions refers to cash deposits placed with a related party which is an entity controlled by a director who is also the majority shareholder.

33. Related party transactions (cont'd)

(b) Compensation of key management personnel

	The Group	
	2008 S$'000	2007 S$'000
Key management personnel's remuneration	775	286

Included in key management personnel's remuneration are contributions to defined contribution schemes of S$6,417 (2007: S$5,670)

	The Group	
	2007	2007
Number of directors of the Company during the year in remuneration bands are as follows:		
Below S$250,000:		
– Resigned during the financial year	1	6
– Holding office as at end of the financial year	5	7
Above S$500,000:		
– Holding office as at end of the financial year	1	–

(c) Directors' interest in share option plan

Presently, the Company does not have any share option plan.

34. Operating lease commitments

At balance sheet date, the commitments in respect of non-cancellable operating leases contracted for but not recognised as liabilities are as follows:

	The Group	
	2008 S$'000	2007 S$'000
Payable within one year	402	123
Payable within two to five years	398	13
	800	136

35. Segment information

(a) Primary reporting format – business segments

At 31 March 2008, the Group's businesses are organised and managed into four main business segments namely,

- Land and buildings
- Agricultural activities
- Construction
- Professional services

Segment results, assets and liabilities include items directly attributable to a segment. The Group is structured with each business segment operating as profit centres and transacting with one another on terms agreed between the parties.

Unallocated expenses comprise administrative expenses of companies which are not directly related to the operations of the business segments. Unallocated assets and liabilities comprise assets and liabilities of companies which are not directly related to the operations of the business segments.

Financial year ended 31 March 2008:-

	Land and Buildings S$'000	Agricultural Activities S$'000	Construction S$'000	Professional Services S$'000	Eliminations S$'000	Group S$'000
Revenue – external parties	1,140	–	6,172	3,549	–	10,861
Revenue – inter-segment sales	803	–	63	–	(866)	–
	1,943	–	6,235	3,549	(866)	10,861
Segment results	92	(2,781)	542	(56)	–	(2,203)
Other income – Miscellaneous						22,147
Share of loss of associated company						(111)
Unallocated expenses						(2,458)
						17,375
Bank charges and interest expenses						(17)
Profit before taxation						17,358
Taxation						(160)
Total profit						17,198
Segment assets	82,304	17,046	4,835	3,601	–	107,623
Unallocated assets						22,557
Consolidated total assets						130,180
Segment liabilities	536	992	2,604	1,466	–	5,598
Unallocated liabilities						1,174
Consolidated total liabilities						6,772
Other segment items						
Capital expenditure	–	2	646	180	–	828
Depreciation	4	–	268	120	–	392
Amortisation	–	145	6	–	–	151

35. Segment information (cont'd)

(a) Primary reporting format – business segments (cont'd)

Financial year ended 31 March 2007:-

	Land and Buildings S$'000	Construction S$'000	Professional Services S$'000	Eliminations S$'000	Group S$'000
Revenue – external parties	1,830	5,993	1,348	–	9,171
Revenue – inter-segment sales	–	342	–	(342)	–
	1,830	6,335	1,348	(342)	9,171
Segment results	213	803	391	–	1,407
Other income – Miscellaneous					93
Goodwill written off					(13,935)
Unallocated expenses					(1,711)
					(14,146)
Bank charges and interest expenses					(3)
Profit before taxation					(14,149)
Taxation					(280)
Net profit					(14,429)
Segment assets	83,563	3,746	2,291	–	89,600
Unallocated assets					6,955
Consolidated total assets					96,555
Segment liabilities	805	2,061	1,177	–	4,043
Unallocated liabilities					796
Consolidated total liabilities					4,839
Other segment items					
Capital expenditure	–	369	6	–	375
Depreciation	6	254	65	–	325
Amortisation	–	7	–	–	7

(b) Secondary reporting format – geographical segments

At 31 March 2008, the Group's four business segments operate in two main geographical areas: Myanmar and People's Republic of China.

The operations in Myanmar are principally the sale of land development rights and houses, construction services, the provision of project management, design and architectural services, and agricultural activities. The operation in People's Republic of China is principally the provision of project management, design and architectural services.

	Total consolidated sales	
	2008 S$'000	2007 S$'000
Myanmar	7,659	9,171
People's Republic of China	3,202	–
	10,861	9,171

35. Segment information (cont'd)

(b) Secondary reporting format – geographical segments (cont'd)

	Total consolidated assets	
	2008 S$'000	2007 S$'000
Myanmar	107,255	89,600
People's Republic of China	368	–
	107,623	89,600

	Total consolidated capital expenditure	
	2008 S$'000	2007 S$'000
Myanmar	669	375
People's Republic of China	159	–
	828	375

36. Capital management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern and to maintain an optimal capital structure so as to maximise shareholder value. In order to maintain or achieve an optimal capital structure, the Group may adjust the amount of dividend payment, return capital to shareholders, issue new shares, buy back issued shares, obtain new borrowings or sell assets to reduce borrowings.

Management monitors capital based on gearing ratio. The Group's and the Company's strategies remain unchanged during the financial years ended 31 March 2008 and 31 March 2007.

The gearing ratio is calculated as net debt divided by total capital. Net debt is calculated as borrowings plus trade and other payables less cash and cash equivalents. Total capital is calculated as equity plus net debt.

	The Group		The Company	
	2008 S$'000	2007 S$'000	2008 S$'000	2007 S$'000
Net debt	(2,827)	(3,988)	(1,445)	(1,261)
Total equity	117,296	90,880	109,020	103,327
Total capital	114,469	86,892	107,575	102,066
Gearing ratio	-2%	-5%	-1%	-1%

37. Financial risk management objectives and policies

The main risks arising from the Group's financial instruments are interest rate risk, foreign currency risk, credit risk, liquidity risk and market price risk. The Directors of the Company reviewed and adopted the policies for managing each of these risks and they are summarised below.

(i) *Interest rate risk*

Interest rate risk is the risk that the fair value or future cash flows of the Group's and the Company's financial instruments will fluctuate because of changes in market interest rates.

The Group is not exposed to significant interest rate risk as the Group does not have significant borrowings.

(ii) *Foreign currency risk*

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Group manages currency risks, when it is considered significant, by entering into appropriate currency forward contracts. At balance sheet date, the Group had not entered into any currency forward contracts.

The Group operates mainly in Myanmar and People's Republic of China. Entities in the Group regularly transact in currencies other than their respective functional currencies ("foreign currencies") such as the Singapore Dollar ("SGD"), Myanmar Kyats ("Kyats"), United States Dollars ("USD") and Chinese Renminbi ("RMB"). In addition, the Group is exposed to currency translation risk on the net assets of the Group's foreign operations in Myanmar and People's Republic of China.

The Group's currency exposure is as follows:-

	SGD S$'000	USD S$'000	Kyats S$'000	RMB S$'000	Total S$'000
At 31 March 2008					
Financial assets					
Cash and cash equivalents	1,751	916	3,637	4	6,308
Trade and other receivables, excluding construction work-in-progress	558	80	1,220	4	1,862
	2,309	996	4,857	8	8,170
Financial liabilities					
Borrowings	51	891	–	–	942
Trade and other payables, excluding construction progress billings	1,282	135	1,101	21	2,539
	1,333	1,026	1,101	21	3,481
Net financial assets / (liabilities)	976	(30)	3,756	(13)	4,689
Less: Net financial (assets) / liabilities denominated in the respective entities' functional currencies	(976)	–	(2,739)	–	(3,715)
Net currency exposure	–	(30)	1,017	(13)	974

37. Financial risk management objectives and policies (cont'd)

(ii) *Foreign currency risk (cont'd)*

	SGD S$'000	USD S$'000	Kyats S$'000	RMB S$'000	Total S$'000
At 31 March 2007					
Financial assets					
Cash and cash equivalents	2,026	268	3,805	–	6,099
Trade and other receivables, excluding construction work-in-progress	525	–	1,401	–	1,926
	2,551	268	5,206	–	8,025
Financial liabilities					
Borrowings	–	–	–	–	–
Trade and other payables, excluding construction work-in-progress	801	–	1,310	–	2,111
	801	–	1,310	–	2,111
Net financial assets	1,750	268	3,896	–	5,914
Less: Net financial assets / liabilities denominated in the respective entities' functional currencies	(1,750)	–	(2,468)	–	(4,218)
Net currency exposure	–	268	1,428	–	1,696

The Company is not exposed to foreign currency risks as its financial assets and liabilities are all in Singapore Dollars, except for the cash and cash equivalents denominated in foreign currencies as detailed in Note 9.

The following table demonstrates the sensitivity to a reasonably possible change in the Kyats and RMB (against SGD), with all other variables held constant, of the Group's profit net of tax and equity.

	2008		2007	
	Profit after tax S$'000	Equity S$'000	Profit after tax S$'000	Equity S$'000
Group				
Kyats against SGD				
– Strengthened by 10%	28	28	68	68
– Weakened by 10%	(28)	(28)	(68)	(68)
RMB against SGD				
– Strengthened by 3%	583	583	–	–
– Weakened by 3%	(583)	(583)	–	–

(iii) *Credit risk*

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group. For trade receivables, the Group adopts the policy of dealing only with customers of appropriate credit history, and obtaining sufficient security where appropriate to mitigate credit risk.

37. Financial risk management objectives and policies (cont'd)

(iii) *Credit risk (cont'd)*

As the Group and the Company does not hold any collateral, the maximum exposure to credit risk for each class of financial instruments is the carrying amount of that class of financial instruments presented on the balance sheet, except that the Company had provided corporate guarantee amounting to approximately S$6.2 million to financial institutions on subsidiaries' borrowings.

The Group's and the Company's major classes of financial assets are bank deposits and receivables.

The credit risk for receivables is as follows:-

	The Group		The Company	
	2008 S$'000	2007 S$'000	2008 S$'000	2007 S$'000
By geographical areas				
– Singapore	203	525	288	458
– Myanmar	1,675	2,146	–	–
– People's Republic of China	197	–	–	–
	2,075	2,671	288	458
By type of customers				
– Related parties	35	745	–	–
– Non-related parties	2,040	1,926	822	458
	2,075	2,671	822	458

(a) *Financial assets that are neither past due nor impaired*

All bank deposits are neither past due nor impaired are mainly deposits with banks with high credit-ratings. Trade receivables that are neither past due nor impaired are substantially companies with a good collection track record with the Group.

(b) *Financial assets that are past due and/or impaired*

There is no other class of financial assets that is past due and/or impaired except for trade receivables.

The aged analysis of trade receivables past due but not impaired is as follows:

	The Group	
	2008 S$'000	2007 S$'000
Past due 0 to 3 months	680	842
Past due 3 to 6 months	56	185
Past due over 6 months	239	–
	975	1,027

37. Financial risk management objectives and policies (cont'd)

(iii) *Credit risk (cont'd)*

(b) *Financial assets that are past due and/or impaired (cont'd)*

The carrying amount of trade receivables individually determined to be impaired and the movement in the related allowance for impairment are as follows:-

	The Group	
	2008 S$'000	2007 S$'000
Gross amount	545	148
Less: Allowance for impairment	(306)	(74)
	239	74

	The Group	
	2008 S$'000	2007 S$'000
Beginning of financial year	74	–
Provision made during the year	251	74
Write back of provision	(17)	–
Foreign currency translation difference	(2)	–
End of financial year	306	74

(iv) *Liquidity risk*

Liquidity risk is the risk that the company will encounter difficulty in meeting obligations associated with financial liabilities. The Group manages liquidity risks by monitoring its liquidity position through periodic preparation of cash flows and cash balances forecasts and periodic evaluation of the ability of the Group to meet its financial obligations, measured by the debt-to-equity ratio.

Maturities of the financial liabilities of the Group as at balance sheet date were as follows:

	The Group		The Company	
	2008 S$'000	2007 S$'000	2008 S$'000	2007 S$'000
Trade and other payables	2,870	2,225	2,268	3,517
Borrowings	942	–	–	–
	3,812	2,225	2,268	3,517
Due for payment:				
– Not later than one year	3,474	2,225	2,268	3,517
– Between one to five years	338	–	–	–
	3,812	2,225	2,268	3,517

(v) *Market price risk*

Market price risk is the risk that the fair value or future cash flows of the Group's financial instruments will fluctuate because of changes in market prices (other than interest or exchange rates).

As at the balance sheet date, the Group does not have investments in quoted equity instruments or property, and does not have exposure to commodity price risk.

38. Authorisation of financial statements

These financial statements of the Group for the financial year ended 31 March 2008 and the balance sheet of the Company were authorised for issue in accordance with a resolution of the directors dated 30 June 2008.

Statistics of Shareholdings

As at 11 June 2007

NO. OF ISSUED AND FULLY PAID-UP SHARES	:	441,346,982
CLASS OF SHARES	:	Ordinary Shares
VOTING RIGHTS	:	1 Vote Per Share

SIZE OF SHAREHOLDINGS	NO. OF SHAREHOLDERS	%	NO. OF SHARES	%
1 – 999	317	18.01	104,529	0.02
1,000 – 10,000	790	44.89	3,761,190	0.85
10,001 – 1,000,000	631	35.85	53,653,971	12.16
1,000,001 & ABOVE	22	1.25	383,827,292	86.97
TOTAL	1,760	100.00	441,346,982	100.00

LIST OF TOP TWENTY SHAREHOLDERS AS AT 11 JUNE 2007

	NO. OF SHARES	%
SERGE PUN	242,082,215	54.85
DMG & PARTNERS SECURITIES PTE LTD	19,279,200	4.37
LIM KOK GIN & NEPHEWS PTE LTD	17,177,172	3.89
KONG HOA PTE LTD	15,453,876	3.50
CITIBANK NOMINEES S'PORE PTE LTD	14,380,218	3.26
LIM & TAN SECURITIES PTE LTD	14,132,702	3.20
SIT PAN JIT MICHAEL	10,788,753	2.45
SUPERLIGHT INVESTMENT LTD	9,677,012	2.19
DBS VICKERS SECURITIES (S) PTE LTD	7,389,368	1.67
WANG, CHIEN SHENG AMBROSE	5,976,819	1.35
LAU KIM HIOK	4,786,040	1.08
PANDAW INVESTMENT HOLDINGS LTD	3,931,770	0.89
TJOA THIAN SONG @ SONDEWALA ISKANDAR	2,997,592	0.68
MARTIN CHI CHEONG PUN	2,536,036	0.58
SOE WIN	2,401,000	0.54
PUN CHI TUNG PUN MELVIN	2,147,578	0.49
RAFFLES NOMINEES PTE LTD	1,976,000	0.45
OCBC SECURITIES PRIVATE LTD	1,713,000	0.39
CHENG HON WAH	1,453,582	0.33
TAN CHWEE LYE LESLIE	1,339,000	0.30
	381,618,933	86.46

SUBSTANTIAL SHAREHOLDER	DIRECT INTEREST NO. OF SHARES	%	DEEMED INTEREST * NO. OF SHARES	%
SERGE PUN	242,082,215	54.85	14,024,198	3.18

* Shares held by spouse, Pun Holdings Pte Ltd and Serge Pun & Associates (Myanmar) Limited

Based on information available to the Company as at 11 June 2008, approximately 40.71% of the issued ordinary shares of the Company is held by the public and therefore, Rule 723 of the Listing Manual of the Singapore Exchange Securities Trading Limited is complied with.

Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN THAT the Annual General Meeting of Yoma Strategic Holdings Ltd. (the "Company") will be held at Connection 3 & 4, Level 3, Amara Hotel, 165 Tanjong Pagar Road, Singapore 088539 on 21 July 2008 at 10.00 a.m. to transact the following business:-

AS ORDINARY BUSINESS

1. To receive and adopt the audited financial results of the Company for the financial year ended 31 March 2008 and the Directors' Report and the Auditors' Report thereon.

(Resolution 1)

2. To approve the Directors' fees of S$165,000 for the financial year ended 31 March 2008.

(Resolution 2)

3. To re-elect Mr. John Estmond Strickland as Director of the Company who is retiring pursuant to Article 104 of the Articles of Association of the Company.

(See Explanatory Note 1)
(Resolution 3)

4. To re-elect Mr. Ng Fook Leong, Philip as Director of the Company who is retiring pursuant to Article 104 of the Articles of Association of the Company.

(See Explanatory Note 2)
(Resolution 4)

5. To re-appoint Mr. Kyi Aye as Director of the Company pursuant to Section 153(6) of the Companies Act (Cap. 50) to hold office until the next Annual General Meeting of the Company.

(See Explanatory Note 3)
(Resolution 5)

6. To re-appoint PKF-CAP LLP as auditors of the Company for the financial year ending 31 March 2009 and to authorise the Directors to fix their remuneration.

(Resolution 6)

7. To declare a final dividend of Singapore 0.5 cent per ordinary share for the financial year ended 31 March 2008.

(Resolution 7)

AS SPECIAL BUSINESS

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

8. **Authority to allot and issue shares**

"That pursuant to Section 161 of the Companies Act (Cap. 50) and the Listing Manual ("**Listing Manual**") of the Singapore Exchange Securities Trading Limited ("**SGX-ST**"), approval be and is hereby given to the Directors of the Company at any time and from time to time to such persons and upon such terms and for such purposes as the Directors may in their absolute discretion deem fit, to:

(a) (i) issue shares in the capital of the Company whether by way of rights, bonus or otherwise;

(ii) make or grant offers, agreements or options that might or would require shares to be issued or other transferable rights to subscribe for or purchase shares (collectively, "**Instruments**") including but not limited to the creation and issue of warrants, debentures or other instruments convertible into shares;

(iii) issue additional Instruments arising from adjustments made to the number of Instruments previously issued in the event of rights, bonus or capitalisation issues; and

(b) (notwithstanding the authority conferred by the shareholders may have ceased to be in force) issue shares in pursuance of any Instrument made or granted by the Directors while the authority was in force.

Provided always that the aggregate number of shares to be issued pursuant to this Resolution (including shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) does not exceed 50% of the total number of issued shares of the Company excluding treasury shares, of which the aggregate number of shares (including shares to be issued in pursuance to Instruments made or granted pursuant to this Resolution) to be issued other than on a pro rata basis to shareholders of the Company does not exceed 20% of the total number of issued shares of the Company excluding treasury shares, and for the purpose of this Resolution, the total number of issued shares of the Company excluding treasury shares is based on the total number of issued shares of the Company excluding treasury shares at the time this Resolution is passed, 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 outstanding or subsisting at the time this Resolution is passed provided the options or awards were granted in compliance with the Listing Manual; and

(c) any subsequent consolidation or subdivision of the Company's shares,

(d) and such authority shall, unless revoked or varied by the Company at a general meeting, continue in force until the conclusion of the next Annual General Meeting or the date by which the next Annual General Meeting of the Company is required by law to be held, whichever is the earlier."

(See Explanatory Note 4)
(Resolution 8)

9. **Renewal of Shareholders' Mandate for Interested Person Transactions**

"That for the purposes of Chapter 9 of the Listing Manual:

(a) Approval be and is hereby given for the Company and its subsidiary companies (the "**Group**") or any of them to enter into any of the transactions falling within the categories of Interested Person Transactions, particulars of which are set out in the Company's addendum to shareholders dated 4 July 2008 (the "**Addendum**"), with any party who is of the class or classes of Interested Persons described in the Addendum, provided that such transactions are made on normal commercial terms in accordance with the review procedures for Interested Person Transactions as described in the Addendum (the "**Shareholders' Mandate**");

(b) the Shareholders' Mandate shall, unless revoked or varied by the Company in general meeting, continue in force until the conclusion of the next Annual General Meeting of the Company;

(c) the Audit Committee of the Company be and is hereby authorised to take such action as it deems proper in respect of procedures and/or to modify or implement such procedures as may be necessary to take into consideration any amendment to Chapter 9 of the Listing Manual which may be prescribed by the SGX-ST from time to time; and

(d) the Directors of the Company be and are hereby authorised to do all such acts and things (including, without limitation, executing all such documents as may be required) as they may consider necessary, desirable, expedient or in the interest of the Company to give effect to the Shareholders' Mandate and/or this Resolution."

(See Explanatory Note 5)
(Resolution 9)

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

Explanatory Notes:

1. Mr. John Estmond Strickland, when re-elected, will be considered an Independent Director, and will remain as the chairman of the Audit Committee and a member of the Nominating Committee and the Remuneration Committee.

2. Mr. Ng Fook Leong, Philip, when re-elected, will be considered an Independent Director, and will remain as the chairman of the Remuneration Committee and a member of the Nominating Committee.

3. Mr. Kyi Aye, when re-appointed, will be considered a Non-Executive Director and will remain as a member of the Audit Committee.

4. The Ordinary Resolution 8 above, if passed, gives authority to the Directors of the Company from the date of the above Meeting until the next Annual General Meeting to issue shares and convertible securities in the Company up to a number not exceeding in aggregate 50% of the total number of issued shares of the Company excluding treasury shares, of which the total number of shares and convertible securities to be issued other than on a pro rata basis to existing shareholders shall not exceed 20% of total number of issued shares of the Company excluding treasury shares at the time the Resolution is passed, for such purposes as they consider would be in the best interests of the Company. This authority will, unless revoked or varied at a general meeting, expire at the next Annual General Meeting of the Company.

5. The Ordinary Resolution 9 above, if passed, renews the Shareholders' Mandate to allow the Group to enter into Interested Person Transactions with those classes of Interested Persons as described in the Addendum. As Serge Pun is an interested person in relation to the Shareholders' Mandate, he will abstain, and has undertaken to ensure that his associates will abstain, from voting at the AGM in respect of this Resolution. An independent financial advisor's opinion is not required for the renewal of the Shareholders' Mandate as the Audit Committee of the Company has confirmed that the methods or procedures for determining the transaction prices of Interested Person Transactions have not changed since the approval of the Shareholders' Mandate by shareholders on 10 September 2007 and that such methods or procedures are sufficient to ensure that the Interested Person Transactions will be carried out on normal commercial terms and will not be prejudicial to the interests of the Company and its minority shareholders.

Notes:

1. Any member entitled to attend and vote at the Annual General Meeting is entitled to appoint not more than two proxies to attend and vote on his behalf and such proxy need not be a member of the Company.

2. A member of the Company which is a corporation is entitled to appoint its authorised representative or proxy to vote on its behalf.

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

4. An instrument of proxy must be deposited at the registered office of the Company at 80 Anson Road, Fuji Xerox Towers #25-05, Singapore 079907 not less than 48 hours before the time for holding the Annual General Meeting.

NOTICE OF BOOKS CLOSURE

NOTICE IS ALSO HEREBY GIVEN THAT the Share Transfer Books and Register of Members of the Company will be closed on 6 August 2008 for the purpose of determining the entitlements of shareholders to the proposed final dividend of Singapore 0.5 cent per ordinary share for the financial year ended 31 March 2008.

Duly completed transfers received by the Company's Share Registrar, B.A.C.S. Private Limited, 63 Cantonment Road Singapore 089758, up to 5.00 p.m. on 5 August 2008 will be registered to determine entitlements to the proposed final dividend of Singapore 0.5 cent per ordinary share for the financial year ended 31 March 2008. Payment of the final dividend, if approved by shareholders at the Annual General Meeting of the Company on 21 July 2008, will be made on 15 August 2008.

BY ORDER OF THE BOARD

LEE KAM SENG
Company Secretary
4 July 2008

Singapore

YOMA STRATEGIC HOLDINGS LTD.

(Incorporated in the Republic of Singapore)
(Co. Reg. No: 196200185E)

IMPORTANT:

i. For Investors who have used their CPF monies to buy Yoma Strategic Holdings Ltd.'s shares, this Report is forwarded to them at the request of the CPF Approved Nominees and is sent solely FOR INFORMATION ONLY.

ii. 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
ANNUAL GENERAL MEETING

I/We, ____ (Name)

of ____ (Address)

being a member/members of YOMA STRATEGIC HOLDINGS LTD. hereby appoint:

NAME	ADDRESS	NRIC/PASSPORT NUMBER	PROPORTION OF SHAREHOLDINGS (%)

and/or (delete as appropriate)

As my/our proxy/proxies to attend and to vote for me/us on my/our behalf at the Annual General Meting of the Company to be held on 21 July 2008 and at any adjournment thereof. I/We direct my/our proxy/proxies to vote for or against the Resolutions to be proposed at the Meeting as indicated hereunder. If no specific direction as to voting is given, the proxy/proxies will vote or abstain from voting at his/their discretion, as he/they will on any other matter arising at the Meeting.

NO.	RESOLUTION	FOR	AGAINST
1	Adoption of Directors' Report and Audited Financial Statements		
2	Approval of Directors' fees		
3	Re-election of Mr. John Estmond Strickland as Director		
4	Re-election of Mr. Ng Fook Leong, Philip as Director		
5	Re-appointment of Mr. Kyi Aye as Director		
6	Re-appointment of Auditors and authorising Directors to fix their remuneration		
7	Declaration of Final Dividend		
8	General authority to issue shares		
9	Renewal of Shareholders' Mandate for Interested Person Transactions		

* If you wish to exercise all your votes "For" or "Against", please tick (√) within the box provided

Dated this __________ day of ______________________ 2008

Total number of shares held

____

Signature(s) of Member(s)/Common Seal

IMPORTANT: PLEASE READ NOTES OVERLEAF

NOTES

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

2. Where a member appoints more than one proxy, the appointments shall be invalid unless he specifies the proportion of his holding (expressed as a percentage of the whole) to be represented by each proxy.

3. Completion and return of this instrument appointing a proxy shall not preclude a member from attending and voting at the Annual General Meeting. Any appointment of a proxy or proxies shall be deemed to be revoked if a member attends the Annual General Meeting in person, and in such event, the Company reserves the right to refuse to admit any person or persons appointed under the instrument of proxy, to the Annual General Meeting.

4. A member should insert the total number of shares held. If the member has shares entered against his name in the Depository Register (as defined in Section 130A of the Companies Act, Cap.50 of Singapore), he should insert that number of shares... If the member has shares registered in his name in the Register of Members of the Company, he should insert that number of shares. If the member has shares entered against his name in the Depository Register and registered in his name in the Register of Members, he should insert the aggregate number of shares. If no number is inserted, this form of proxy will be deemed to relate to all the shares held by the member.

5. The Instrument appointing a proxy or proxies must be deposited at the Company's registered office at 80 Anson Road, Fuji Xerox Towers #25–05, Singapore 079907, not less than 48 hours before the time set for the Annual General Meeting.

Fold along dotted

AFFIX
STAMP

The Company Secretary
YOMA STRATEGIC HOLDINGS LTD.
80 Anson Road
Fuji Xerox Towers #25–05
Singapore 079907

Fold along dotted line

6. The Instrument appointing a proxy or proxies must be under the hand of the appointer or his attorney duly authorised in writing. Where the instrument appointing a proxy or proxies is executed by a corporation, it must be executed either under its common seal or under the hand of its attorney or a duly authorised officer.

7. Where an Instrument appointing a proxy is signed on behalf of the appointer by an attorney, the letter or power of attorney or a duly certified copy thereof must (falling previous registration with the Company) be lodged with the instrument of proxy, falling which the Instrument may be treated as invalid.

8. The Company shall be entitled to reject the instrument appointing a proxy or proxies which is incomplete, improperly completed, illegible or where the true intentions of the appointer are not ascertainable from the instructions of the appointer specified on the Instrument. In addition, in the case of shares entered in the Depository Register, the Company may reject the instrument appointing a proxy or proxies if the member, being the appointer, is not shown to have shares entered against his name in the Depository Register as at 48 hours before the time appointed for holding the Annual General Meeting, as certified by The Central Depository (Pte) Limited to the Company.

Corporate Information

Board of Directors
Mr Serge Pun (Chairman & CEO)
Mr John E Strickland
(Lead Independent Director)
Mr Kyi Aye
Mr Ng Fook Leong Philip
Mr Basil Chan
Mr Adrian Chan Pengee
Mr Kyaw Paing
(Alternate director to Mr Kyi Aye)

Audit Committee
Mr John E Strickland (Chairman)
Mr Kyi Aye
Mr Basil Chan
Mr Adrian Chan Pengee

Nominating Committee
Mr Adrian Chan Pengee (Chairman)
Mr Ng Fook Leong Philip
Mr John E Strickland

Remuneration Committee
Mr Ng Fook Leong Philip (Chairman)
Mr John E Strickland
Mr Basil Chan

Company Secretary
Mr Lee Kam Seng

Company Registration No.
196200185E

Registered Office
80 Anson Road #25-05
Fuji Xerox Towers
Tel: (65) 6223 2262
Fax: (65) 6220 7939

Registrar & Share Transfer Office
B.A.C.S. Pte Ltd
63 Cantonment Road
Singapore 089758
Tel: (65) 6323 6200

Auditors
PKF-CAP LLP
Certified Public Accountants
146 Robinson Road
#08-01
Singapore 068909
Mr Chin Sek Peng
Audit Partner-in-charge
(appointed with effect
from financial year 2008)

Principal Bankers of the Group
DBS Bank Ltd
6 Shenton Way
DBS Building
Singapore 068809

Oversea-Chinese Banking
Corporation Limited
65 Chulia Street
OCBC Centre
Singapore 049513

Yoma Strategic Holdings Ltd.
Fuji Xerox Towers #25-05
80 Anson Road
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Website: www.yomastrategic.com