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Third Quarter 2011 Financial Statements and Dividend Announcement

UNAUDITED RESULTS FOR THIRD QUARTER ENDED 30 SEPTEMBER 2011

The Board of Directors of Gallant Venture Ltd announces the following unaudited results of the Group for the period ended 30 September 2011.

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

	GROUP					
	Quarter ended 30 September YTD 30 September					
	3rd Qtr 2011 S\$'000	3rd Qtr 2010 S\$'000	Incr/ (Decr) %	9 months 2011 S\$'000	9 months 2010 S\$'000	Incr/ (Decr) %
Revenue	47,469	67,390	(29.6)	140,494	174,366	(19.4)
Cost of sales	(39,292)	(46,518)	(15.5)	(118,825)	(130,910)	(9.2)
Gross profit	8,177	20,872	(60.8)	21,669	43,456	(50.1)
General and administrative expenses	(3,150)	(3,478)	(9.4)	(8,960)	(8,971)	N.M
Other operating expenses	(6,690)	(6,356)	5.3	(18,715)	(18,184)	2.9
Other income net of other expenses	566	(18)	N.M	6,211	146	N.M
Interest income	4,877	4,928	N.M	14,720	10,242	43.7
Finance costs	(3,786)	(4,609)	(17.9)	(12,167)	(9,477)	28.4
Exchange gain/(loss)	1,673	(538)	N.M.	862	(1,442)	N.M
Share of associated company's profit	12	9	33.3	52	26	100.0
Profit before tax	1,679	10,810	(84.5)	3,672	15,796	(78.2)
Taxation	(2,633)	(3,291)	(20.0)	(8,100)	(8,965)	(9.6)
Profit/(loss) after tax for the period	(954)	7,519	N.M	(4,428)	6,831	N.M
Other comprehensive income/(loss):						
Exchange differences on translating foreign operations	(306)	(271)	12.9	(542)	(90)	N.M
Other comprehensive income/(loss) for the period	(306)	(271)	12.9	(542)	(90)	N.M
TOTAL COMPREHENSIVE INCOME/(LOSS) FOR THE PERIOD	(1,260)	7,248	N.M	(4,970)	6,741	N.M
Profit/(loss) attributable to:						
Equity holders of the Company	(554)	8,140	N.M	(3,381)	8,355	N.M
Non-controlling interest	(400)	(621)	(35.6)	(1,047)	(1,524)	(31.3)
-	(954)	7,519	N.M	(4,428)	6,831	N.M
Total comprehensive income/(loss) attributable to:		***************************************		<u> </u>		
Equity holders of the Company	(807)	7,953	N.M	(3,874)	8,338	N.M
Non-controlling Interests	(453)	(705)	(35.7)	(1,096)	(1,597)	(31.4)
Ξ	(1,260)	7,248	N.M	(4,970)	6,741	N.M

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

	Group				
	Quarter 30 Sept		YTD 30 September		
	3rd Qtr 2011	3rd Qtr 2010	9 months 2011	9 months 2010	
	S\$'000	S\$'000	S\$'000	S\$'000	
Amortisation of intangible assets	34	33	115	112	
Depreciation of property, plant and equipment	8,051	8,253	23,939	25,627	
Depreciation of investment properties	5,552	5,517	16,618	15,673	
Gain on sale of property, plant and equipment	(134)	(6)	(945)	(85)	
Gain from sale of investment properties	-	-	(80)	(277)	
(Gain) on sale of a subsidiary	-	-	(21)	-	

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

	G	roup	Company		
	30.09.11	31.12.10	30.09.11	31.12.10	
	S\$'000	S\$'000	S\$'000	S\$'000	
Non-current assets					
Intangible assets	1,349	1,403	38	3	
Property, plant and equipment	315,468	334,588	196	287	
Investment properties	238,001	253,733		-	
Subsidiaries	44.000	-	1,207,642	1,207,642	
Associate companies	14,883	14,951		-	
Deferred tax assets	4,141	4,286	-	-	
Loan receivables	47,500	47,500			
Notes receivables	279,152	278,613	279,152	278,613	
Interest receivables on notes	25,861	12,383	25,861	12,383	
Other non-current assets	2,801	2,896		-	
Comment	929,156	950,353	1,512,889	1,498,928	
Current assets	£70.004	FF0 F00			
Land inventories	570,394	558,509	-	-	
Other inventories Trade and other receivables	12,880	11,115	407.004	-	
Cash and bank balances	54,547	44,526	137,664	124,844	
Cash and bank balances	118,599	160,365	47,255	86,278	
	756,420	774,515	184,919	211,122	
Total assets	1,685,576	1,724,868	1,697,808	1,710,050	
Non-current liabilities					
Deposits from tenants/golf membership	34,114	35,298	-	-	
Employee benefits liabilities	8,228	7,625	-	-	
Deferred tax liabilities	2,045	1,743	223	223	
Loans and borrowings	217,205	256,616	217,189	256,572	
Other liabilities	678	839	678	839	
	262,270	302,121	218,090	257,634	
Current liabilities			······································		
Trade and other payables	70,712	67,986	36,168	26,799	
Current tax payable	5,247	2,819	26	25	
Current portion of loans and borrowings	80,149	79,773	244,331	227,214	
	156,108	150,578	280,525	254,038	
Total liabilities	418,378	452,699	498,615	511,672	
Equity					
Share capital	1,207,642	1,207,642	1 207 642	1 207 6 42	
Translation reserves			1,207,642	1,207,642	
Retained profits/(accumulated losses)	(1,402)	(908)	(0.440)	(0.004)	
Equity attributable to equity holders of	35,295	38,676	(8,449)	(9,264)	
the Company	1,241,535	1,245,410	1,199,193	1,198,378	
Non-controlling Interest	25,663	26,759	., .00, 100		
Total equity	1,267,198	1,272,169	1,199,193	1,198,378	
Total liabilities and equity	1,685,576	1,724,868	1,697,808	1,710,050	

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

		Group	
		30.09.11 \$\$'000	31.12.10 S\$'000
(i)	Amount payable in one year or less, or on demand	****	
	Secured	79,784	79,668
	Unsecured	365	105
		80,149	79,773
(ii)	Amount repayable after one year		
	Secured	217,190	256,571
	Unsecured	15	45
		217,205	256,616
	TOTAL	297,354	336,389

(iii) Details of any collaterals

During the period under review and further to the Shanghai acquisition as described in Paragraph 8 below, the Group secured above bank borrowings to finance the Shanghai acquisition and refinance the existing borrowings. The following assets of the Group were mortgaged to lenders to secure credit facilities for the Company and the Group:

- 1. Security Documents:
 - (i) Assignment of Notes as described in paragraph 8 below;
 - (ii) Deed of Sponsor's Undertaking;
 - (iii) Indonesian Guarantor Undertaking from certain subsidiaries in the Group; and
 - (iv) Share pledges / mortgages from companies relating to the Shanghai acquisition.
- 2. Pledge of shares of PT Batamindo Investment Cakrawala ("PT BIC"), PT Bintan Inti Industrial Estate ("PT BIIE"), PT Batam Bintan Telekomunikasi, PT Buana Megawisatama ("PT BMW"), Verizon Resorts Limited and World Elite Investment Limited; and
- 3. Assignment of insurance proceeds, receivables and tangible assets of PT BIC, PT BIE and PT BMW.

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

	Group	
	30.09.11	30.09.10
	S\$'000	S\$'000
Cash flows from operating activities		
Profit before taxation	3,672	15,796
Adjustments for:	444	
Amortisation of intangible assets	114	112
Depreciation of property, plant and equipment	23,939	25,627
Depreciation of investment properties	16,618	15,673
Currency translation difference	(1,167)	(92)
Provision for employee benefits	805	727
Gain on sale of investment properties	(80)	(277)
Gain on sale of property, plant & equipment	(945)	(85)
Gain on sale of a subsidiary	(21)	-
Share of associated companies' profits	(52)	(26)
Interest expense	12,167	9,477
Interest income	(14,720)	(10,242)
Cash from operations before changes in working capital	40,330	56,690
Changes in working capital		
(Increase)/decrease in land inventories	(11,885)	298
Increase in other inventories	(1,765)	(878)
Increase in operating receivables	(10,302)	(5,267)
(Decrease)/increase in operating payables	(99)	20,622
Cash generated from operating activities	16,279	71,465
Income tax paid	(2,439)	(3,308)
Employee benefits paid	(203)	(237)
Interest paid	(11,371)	(10,585)
Interest received	652	1,809
Deposits (refunded)/received to tenants/golf members	(1,184)	541
Net cash generated from operating activities	1,734	59,685
Cash flows from investing activities		
Acquisition of intangible assets	(60)	(72)
Acquisition of property, plant and equipment	(6,720)	(5,546)
Investment in notes	(0,/-0,	(274,160)
Proceeds from sale of property, plant and equipment	1,927	87
Proceeds from sale of investment properties	125	2,090
Net proceeds from disposal of a subsidiary (Note A)	(7)	2,000
Dividends from associated companies	120	60
Deposits received/(paid)	95	(272)
Net cash used in investing activities	(4,520)	
Cash flows from financing activities	(4,520)	(277,813)
Loan from financial institutions	312	368,261
Repayment of bank loan	(39,241)	(102,024)
Dividends paid to non-controlling interests	(51)	(67)
Net cash (used in)/generated from financing activities	(38,980)	266,170
Net (decrease)/increase in cash and cash equivalents	(41,766)	48,042
Cash and cash equivalents at beginning of period	160,365	118,717
Cash and cash equivalents at end of period	118,599	166,759
The same of the sa	110,333	100,708

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Note A: Disposal of a subsidiary

The Group disposed of a subsidiary during the period. The carrying value of assets disposed of and liabilities discharged were as follow:

	30.09.11 S\$'000
Net assets disposed of	
Property, plant and equipment	17
Bank Balance	247
Trade and other receivables	75
Trade and other payables	(120)
Gain on disposal of a subsidiary	· 21
Cash consideration	240
Cash balance in subsidiary disposed of	(247)
Cash outflow on disposal	(7)

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

Consolidated statement of changes in equity for the period ended 30 September 2011:

	Share capital	Translation reserves	Retained profits	Attributable to equity holders of the Company		Total
	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
Balance as at 1 January 2010 Total comprehensive income/	1,207,642	(974)	29,359	1,236,027	28,807	1,264,834
(loss) for the period	-	170	215	385	(892)	(507)
Balance as at 30 June 2010 Total comprehensive income/	1,207,642	(804)	29,574	1,236,412	27,915	1,264,327
(loss) for the period	-	(187)	8,140	7,953	(705)	7,248
Balance as 30 September 2010	1,207,642	(991)	37,714	1,244,365	27,210	1,271,575
Balance as at 1 January 2011 Total comprehensive income/	1,207,642	(908)	38,676	1,245,410	26,759	1,272,169
(loss) for the period	-	(239)	(2,827)	(3,066)	(645)	(3,711)
Balance as at 30 June 2011 Total comprehensive income/	1,207,642	(1,147)	35,849	1,242,344	26,114	1,268,458
(loss) for the period	-	(255)	(554)	(809)	(451)	(1,260)
Balance as 30 September 2011	1,207,642	(1,402)	35,295	1,241,535	25,663	1,267,198

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Statement of changes in equity of the Company for the period ended 30 September 2011:

	(Accumulated losses)/retained			
	Share Capital	profits	Total	
	S\$'000	S\$'000	S\$'000	
Balance as at 1 January 2010 Total comprehensive loss for the period	1,207,642	(4,670) (1,597)	1,202,972 (1,597)	
Balance as at 30 June 2010	1,207,642	(6,267)	1,201,375	
Total comprehensive loss for the period		(2,526)	(2,526)	
Balance as at 30 September 2010	1,207,642	(8,793)	1,198,849	
Balance as at 1 January 2011	1,207,642	(9,264)	1,198,378	
Total comprehensive loss for the period	-	146	146	
Balance as at 30 June 2011	1,207,642	(9,118)	1,198,524	
Total comprehensive loss for the period		669	669	
Balance as at 30 September 2011	1,207,642	(8,449)	1,199,193	

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

None

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

The total number of issued shares excluding treasury shares as at 30 September 2011 and 30 September 2010 were 2,412,482,556.

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

None.

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

The financial statements have not been audited nor reviewed by the auditor.

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

Not applicable.

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

The Group has applied accounting policies and methods of computation in the financial statements for the current reporting period consistent with those of the audited financial statements as at 31 December 2010.

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

None

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

Earnings/(Loss) per ordinary share for the period based on profit attributable to shareholders:

	Group				
	3rd Quarter 2011 S\$'000	3rd Quarter 2010 S\$'000	9 months 2011 S\$'000	9 months 2010 S\$'000	
Profit/(Loss) Based on weighted number of ordinary shares in issue – 2,412,482,556 in	(554)	8,140	(3,381)	8,355	
2011 and 2010 respectively	(0.02) cents	0.34 cents	(0.14) cents	0.35 cents	

There was no dilutive effect on Earnings per Share.

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

	Gro	up	Com	pany	
	30.09.11	31.12.10	30.09.11	31.12.10	
Net asset value per ordinary share	51.46 cents	51.62 cents	49.71 cents	49.67 cents	

The net asset value per ordinary share is calculated using the Group's net assets value as at end of each period divided by the share capital of 2,412,482,556 ordinary shares.

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

3rd Quarter 2011 (3Q2011) vs. 3rd Quarter 2010 (3Q2010)

The Group's 3Q2011 revenue of S\$47.5 million was 29.6% lower than 3Q2010's S\$67.4 million and was mainly due to lower land sales of S\$1.4 million in the current period as compared to S\$20.6 million recognized in the previous period. In line with lower revenue, the Group's cost of sales decreased from 3Q2010's S\$46.5 million to current quarter's S\$39.3 million, representing a 15.5% decrease.

"General and administrative expenses" of S\$3.1 million was lower than 3Q2010's S\$3.5 million. This was mainly due to provision of marketing commissions in the previous quarter.

Higher professional fees have contributed to increase in "other operating expenses" from 3Q2010's S\$6.4 million to 3Q2011's S\$6.7 million.

In 3Q2011, the Group registered foreign currency translation exchange gain of S\$1.7 million as compared to 3Q2010's exchange loss of S\$538K and was mainly due to translation of USD assets at higher USD/SGD exchange rate.

With above, the Group's net loss attributable to shareholders was \$\$0.6 million as compared to \$\$8.1 million profit in 3Q2010.

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9 months 2011 (YTD Sep 2011) vs. 9 months 2010 (YTD Sep 2010)

Profit & Loss Statement

The Group's YTD Sep 2011 revenue was S\$140.5 million, which was 19.4% lower than YTD Sep 2010's S\$174.4 million and was mainly due to:

- Lower electricity revenue due to reduced demand from the industrial parks segment and
- Recognition of S\$1.4 million land sales in YTD Sep 2011 as compared to S\$33 million recognized in YTD Sep 2010.

In line with lower revenue, YTD Sep 2011's cost of sales was S\$118.8 million, which was 9.2% lower than YTD Sep 2010's S\$130.9 million. The resultant Gross Profit was S\$21.7 million and S\$43.4 million for YTD Sep 2011 and YTD Sep 2010, respectively.

"Other operating expenses" increased marginally from S\$18.2 million in YTD Sep 2010 to S\$18.7 million in YTD Sep 2011. This was mainly due to higher professional fees and repair and maintenance expenses.

"Other income net of other expenses" of S\$6.2 million in YTD Sep 2011 was higher than YTD Sep 2010's S\$0.1 million and this was mainly due to write back of excess provision for withholding tax and recovery of corporate income tax in previous years.

The Group's YTD Sep 2011 interest income was S\$14.7 million as compared to YTD Sep 2010's S\$10.2 million. The increase was mainly due to interest income from investment in the notes issued for the Shanghai acquisition in March 2010. Correspondingly, Group's interest expense increased from YTD Sep 2010's S\$9.5 million to S\$12.2 million in YTD Sep 2011 due to bank financing for the said acquisition.

The Group registered foreign currency translation exchange gain of S\$0.9 million in YTD Sep 2011 as compared to YTD Sep 2010's exchange loss of S\$1.4 million and was mainly due to stronger USD/SGD exchange rate used in the translation of monetary assets denominated in USD.

In line with lower revenue, the Group's YTD Sep 2011 tax expense decreased from YTD Sep 2010's S\$9 million to S\$8.1 million.

With above, the Group's a net loss attributable to shareholders was S\$3.4 million loss in YTD Sep 2011 as compared to net profit of S\$8.4 million in YTD Sep 2010.

Balance Sheet

The Group's property, plant and equipment and investment properties were lower than YTD Sep 2010 and was mainly due to depreciation and sales of industrial land and investment property in YTD 3Q 2011.

The increase in land inventories was mainly due to capitalization of construction cost incurred for the Lagoi Bay Development.

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Cash Flow

The Group's total "cash and cash equivalent" as at 30 Sep 2011 was S\$118.6 million, which was S\$41.8 million lower than FY2010's S\$160.4 million. This was mainly due to the repayment of bank loan amounted to S\$39.2 million.

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

No forecast or prospect statement has been previously disclosed.

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

The Industrial Park business remains price competitive but there are renewed interests in industrial spaces located in Batam, Indonesia. The Group is confident on future land sales in the next 12 months, however the land sales recognition may not be realized in the current financial year.

11. If a decision regarding dividend has been made.

Not applicable.

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

No dividend has been declared (recommended) for the quarter ended 30 September 2011.

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

The aggregate value of the interested person transactions for the financial period ended 30 September 2011 was as follows:

Name of interested person	Aggregate value of all interested person transactions during the period under review (excluding transactions less than \$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920)	Aggregate value of all interested person transactions conducted under shareholders' mandate pursuant to Rule 920 (excluding transactions less than S\$100,000)
	S\$'000	S\$'000
PURCHASES		
PT Herwido Rintis Management fee	-	116
PT Tunaskarya Indoswasta Management fee	-	313
PT Adhya Tirta Batam Purchase of treated water	-	1,822
PT Asuransi Central Asia Insurance Premium	-	613
SALES		
PT Alam Indah Bintan Sales	-	(2,626)
PT Straits CM Village Sales	_	(2,391)
Kirinsgate Angel Investment Pte Ltd Sales of BRFH – cash received	(240)	-
CONVERTIBLE BOND		
PT Alam Indah Bintan Interest Income	(1,790)	-

BY THE ORDER OF THE BOARD

CHOO KOK KIONG COMPANY SECRETARY 11 November 2011

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CONFIRMATION BY DIRECTORS PURSUANT TO RULE 705(5) OF THE LISTING MANUAL

We confirm on behalf of the Board of Directors of Gallant Venture Ltd., that, to the best of our knowledge, nothing has come to the attention of the Board of Directors which may render the unaudited interim financial results of the Group and the Company for the Third Quarter Financial Statements for the period ended 30 September 2011 to be false or misleading in any material aspect.

Eugene Cho Park CEO / Executive Director

Gianto Gunara Executive Director

11 November 2011