偉合控股有限公司
WEE HUR HOLDINGS LTD

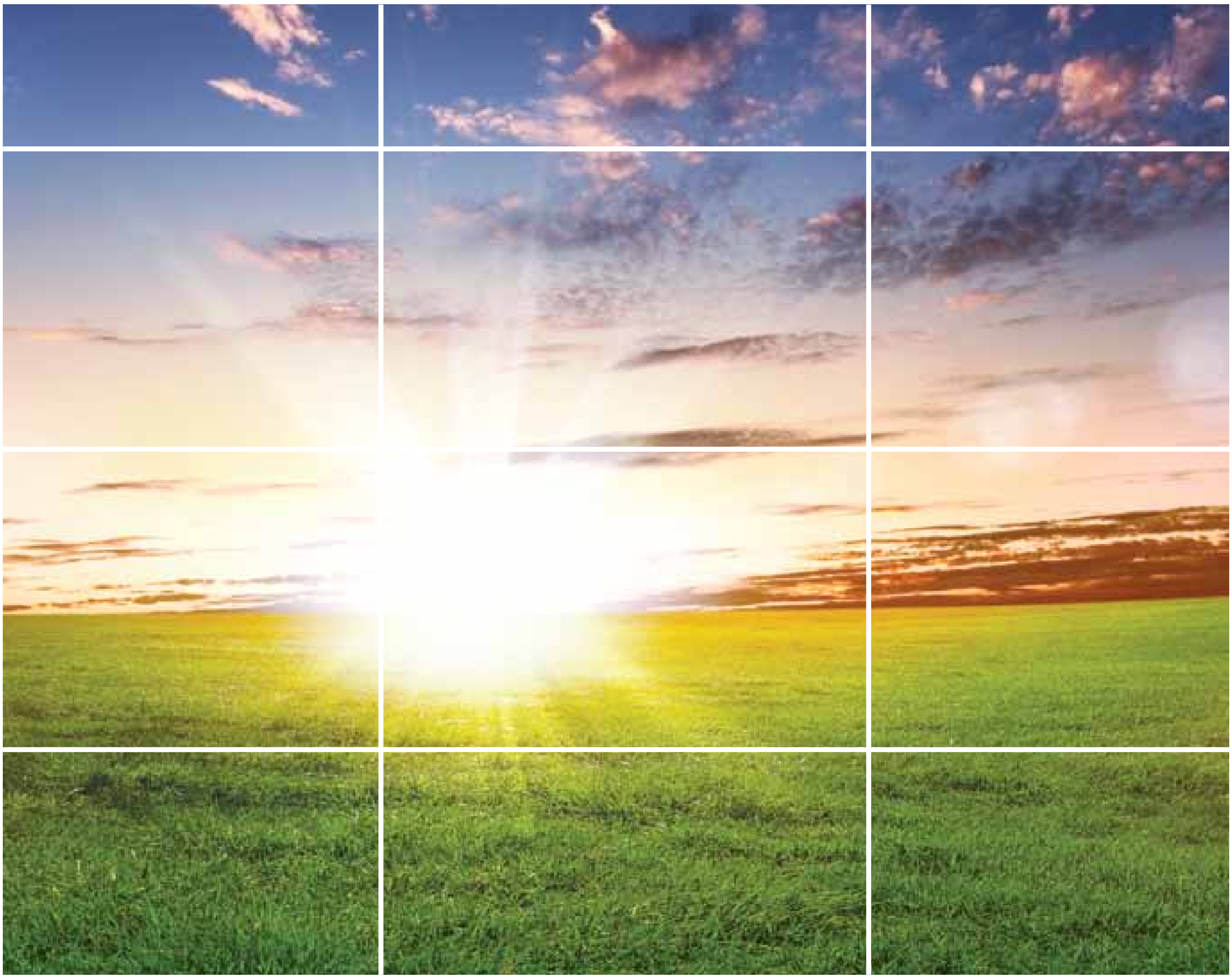
THE NEXT LEAP

ANNUAL REPORT **2012**


THE NEXT
LEAP

IN FY2012, THE GROUP DELIVERED STRONG GROWTH WITH A 754% INCREASE IN NET PROFIT TO S$92.9 MILLION ON THE BACK OF A 146% SURGE IN REVENUE TO S$465.7 MILLION FOR THE FULL YEAR ENDED 31 DECEMBER 2012.

THIS SUCCESS IS A TESTAMENT OF OUR COMMITMENT TO OUR MISSION IN BEING A LEADING PROVIDER OF RELIABLE AND QUALITY CONSTRUCTION SERVICES AND IN ENLARGING OUR PRESENCE IN THE PROPERTY DEVELOPMENT MARKET IN SINGAPORE. MOVING TO 2013 AND BEYOND, WE WILL MAINTAIN OUR FOCUS IN UPHOLDING THE CULTURE OF EXCELLENCE SO THAT WE CAN LOOK TOWARDS MORE SUCCESSES. NOW, MORE THAN EVER, WEE HUR IS READY FOR THE NEXT LEAP FORWARD.



Our Vision

Wee Hur envisions being one of the leading providers of reliable and quality construction services and to enlarge our presence in the property development market in Singapore.

Contents

Corporate Profile

Corporate Structure of Wee Hur Holdings Ltd

Wee Hur Development Pte Ltd is the property development arm of the holding company in Singapore.

It undertakes the following types of development:
- Residential development such as apartments, condominiums and landed housing
- Industrial development such as multi-users ramp-up/flatted factories and warehousing
- Commercial development such as office buildings, shopping malls and hotels

Wee Hur China Pte Ltd* is intended as the property development arm of the holding company in China. It has been dormant since incorporation.

Wee Hur Construction Pte Ltd, the construction arm of the holding company, is an award winning BCA Grade A1 builder, providing services such as new construction, additions and alterations, refurbishment and upgrading, and restoration and conservation of heritage buildings. It handles projects of various types ranging from residential, commercial, industrial, institutional to religious and heritage buildings.

The scope of construction services include:
- New Construction;
- Additions and Alterations (A&A) of existing buildings;
- Refurbishment and upgrading of existing buildings; and
- Restoration and conservation of heritage buildings

* currently applying for striking off
** incorporated on 5 January 2012
***incorporated on 31 August 2012

Building and Construction Authority (BCA) Construction Excellence Award

Urban Redevelopment Authority (URA) Architectural Heritage Award

Enterprise 50 Awards

The wide spectrum of projects include:
- Residential projects such as condominiums, apartment buildings, landed housing and public housing;
- Commercial projects such as office buildings, hotels and shopping complex;
- Institutional projects such as schools, tertiary institutions, community clubs and hospitals;
- Industrial projects such as factories and warehouses;
- Religious buildings such as churches and temples; and
- Heritage and conservation buildings

Forms of Contracts:
We undertake construction contracts of different forms which include:
- Conventional Contract
- Design and Build Contract
- Management Contract

Major customers include:
- Ascendas Group
- CapitaLand Group
- Ho Bee Group
- Housing & Development Board

Awards & Accolades
Wee Hur has garnered several prestigious awards and accolades from local government agencies in recognition of its quality standards in construction and management. We have received awards for Construction Excellence in years 2000, 2002, 2003 and 2007, in addition to a Certificate of Merit from Building and Construction Authority (BCA) in 1997. These awards are testimony to Wee Hur's high standard of workmanship, project management and technical input in completed projects.

Chairman's Message

"The Group's financial position remains strong with a healthy cash position of S$201.0 million and net assets of S$181.4 million. The management is confident that our strong financial position will provide the necessary resources for current and future needs."

Dear Shareholders,

I am once again pleased to present to you Wee Hur's Annual Report for the financial year ending 31 December 2012 ("FY2012"). FY2012 has been of significance for the Group as we made the leap successfully and transformed into an integrated property developer and contractor with comprehensive development and construction capabilities.

In this eventful year, we have watched with excitement as the Group obtained the Temporary Occupation Permit ("TOP") for our first industrial development project, Harvest@Woodlands; witnessed the successful launch of our largest residential development to date, Parc Centros; and completed big construction projects JCube and Trilight.

The successes in our property development business prove that our strategy to engage property development was right. Not only we have executed our projects well and brought in the results, more significantly, we have made the right decisions at the right time in investing, acquiring land and launching the projects. The sales status and the timing of launch of our projects are testimony of our management's astute observations of the property market developments and trends.

Achieving a Commendable Set of Results

In FY2012, the Group achieved revenue of S$465.7 million, a noteworthy increase of 146%, compared to the financial year ended 31 December 2011 ("FY2011"), mainly due to Harvest@Woodlands attaining its TOP in October 2012, allowing the Group to recognize the full revenue and profit for this development in accordance to the clarification of Interpretation of Financial Reporting Standards ("INT FRS") 115 which stipulates that revenue and profits for all industrial and commercial projects should be recognised only at the completion stage. In addition, the Group also began work on more new projects while our major construction projects also reached maturity stage, allowing for additional revenue recognition. The strong showing in the Group's revenue has translated directly into a huge 754% surge in FY2012 net profit to S$92.9 million, from S$10.9 million in FY2011.

The Group's financial position remains strong with a healthy cash position of S$201.0 million and net assets of S$181.4 million. The management is confident that our strong financial position will provide the necessary resources for current and future needs.

Driving Our Business Forward

For our property development business, I am proud to share that our second industrial property development, Premier@Kaki Bukit is more than 95% sold. We expect Premier@Kaki Bukit to receive its TOP in 2014. The Group also has on hand two residential development projects, Urban Residences in Lorong Ah Soo which is more than 90% sold and the fully-sold Parc Centros in Punggol. The TOP for Urban Residences is expected in June 2014 while the TOP for Parc Centros is expected in December 2016.

We were also successful in a tender in September 2012 for a collective purchase of Thomson View Condominium, one of the largest condominiums in terms of land area in Singapore, through a JV with Lucrum Capital Pte Ltd. We intend to apply for a fresh 99-year lease to redevelop it into a new condominium of more than 1000 units. The acquisition is pending for the result of a court adjudication arising as a result of disagreement from a few owners.

The future Sin Ming MRT Station along the proposed Thomson Line sits right at the doorstep of this Thomson View site. Amenities such as the Thomson Plaza, popular eateries and restaurants at the Sin Ming/Upper Thomson area and the highly-acclaimed Ai Tong School are just minutes-walk away. Recreational parks like MacRitchie Reservoir and Lower Pierce Reservoir are also within the vicinity. Perched on an elevated ground in this popular private residential enclave, the proposed condominium will offer unblock view of the city, reservoir as well as the lush greenery of the Central Catchment Nature Reserve.

For the Group's construction business, the Group holds on hand a healthy order book of S$527.8 million, comprising commercial, residential, industrial and public projects, providing Wee Hur with a steady flow of construction activity through FY2015. Some of the Group's on-going projects include public housing projects such as Vista Spring@Yishun and Fernvale Riverbow in Sengkang; private residential projects such as Parc Centros in Punggol; industrial developments such as Premier@Kaki Bukit in addition to design and build projects at Fusionopolis at One North and Changi Business Park by Ascendas amongst others.

Enjoying the Fruits of Success

Our strategy to engage property development has paid off and shareholders who have supported us to include property development as one of our core businesses now reap the fruits of our success.

Our wonderful FY2012 financial performance has given us the perfect platform to reward our shareholders. The Board of Directors has proposed a final dividend of S$0.01 per ordinary share and a special dividend of S$0.02 per ordinary share, subject to the approval of shareholders to be obtained during the Annual General Meeting. Together with the interim dividend of S$0.01 per ordinary share declared during the Group's half year results, the total dividend for FY2012 will amount to S$0.04 per ordinary share.

I am sure our shareholders would be pleased to learn that including the dividends for FY2012, Wee Hur will be distributing approximately 50.8% (assuming all warrants are converted into ordinary shares) of our total earnings of approximately S$144.2 million since our listing in 2008 as dividends.

Funds Raised

Our Warrants 2012 have expired on 25 October 2012 with 467,047 warrants lapsed for conversion. The warrants were well received and we managed to raise S$44.8 million with 160,052,453 warrants converted to shares, representing 99.7% of Warrants 2012 issued since 2009.

We are optimistic that Warrants 2014, which were issued in 2010, will receive good response. Thus far, 88,163,653 warrants (40.8%) have been converted, raising S$22.0 million as a result.

Well-poised for the Near Future

In the Building and Construction Authority's press release dated 16 January 2013, the construction demand for 2013 is projected to be between S$26-S$32 billion and for 2014 and 2015, the average construction demand is projected to be S$20–S$28 billion per annum, reflecting a continued and sustained level of demand for the next few years.

Notwithstanding, there are challenges ahead as we are likely to face rising cost and shortage of construction resources arising from the increasing construction demand, the tightening of foreign labour supply and the increase in foreign worker levy.

The Group needs to explore possible avenues to improve our productivity in all areas so as to minimize any possible cost overrun in order to safeguard our margins of the on-going projects. In tendering future projects, we need to be mindful of the expected higher cost and tender with greater caution.

Also in January 2013, the government introduced yet another round of cooling measures in the local property market, directed to cool the residential and industrial property market. Touted by many property market players as the most comprehensive cooling measures in recent years, these recent measures will likely make the property development business even more challenging.

Nonetheless, these cooling measures have minimal impact on our current property development projects as Parc Centros is fully sold and there are very few unsold units in Premier@Kaki Bukit and Urban Residences.

As for Thomson View, the acquisition is still pending the result of the court adjudication. If the acquisition is completed in accordance to the sales and purchase agreement, the Group will focus its attention to work towards the launch of the new development in 2H2013. We believe the good location of Thomson View will bring warm response from property buyers.

In view of the challenging property development market, we will be prudent and cautious in seeking out valuable land parcels for future property development projects.

A Note of Appreciation

I would like to extend my sincerest appreciation to our clients and business associates who have made the success of Wee Hur possible. I would also like to thank our consultants, sub-contractors, suppliers, who have played a central role in ensuring that Wee Hur delivers only the best quality projects.

To our Board of Directors, the managers and staff, I would like to thank them for their leadership, invaluable advice, diligence and dedication to the Group. Finally, I thank our shareholders for their continued faith in us.

We have laid a good foundation to become now an integrated property developer and contractor and we can confidently make the next leap to an even brighter future.

Mr Goh Yeow Lian
Executive Chairman

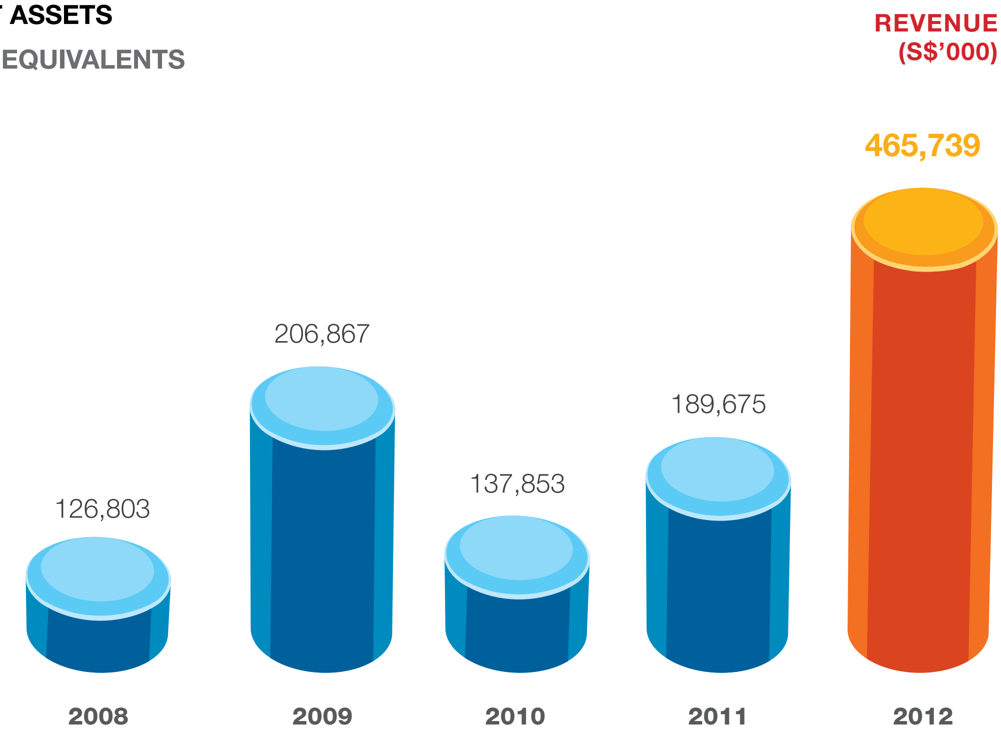
Financial Highlights

S$144.3M GROSS PROFIT

S$95.7M NET PROFIT ATTRIBUTABLE TO EQUITY HOLDERS

S$283.5M NET CURRENT ASSETS

S$201.0M CASH & CASH EQUIVALENTS



Profit or Loss Highlights

	FY 2008	FY 2009	FY 2010 Restated*	FY 2011	FY 2012
Revenue (S$'000)	126,803	206,867	137,853	189,675	465,739
Gross Profit (S$'000)	15,389	28,882	24,714	26,094	144,256
Profit Before Tax (S$'000)	9,589	20,017	16,121	12,260	111,290
Net Profit Attributable to Equity Holders (S$'000)	8,017	16,334	13,100	11,109	95,660
Net Profit Margin	6.3%	7.9%	9.5%	5.9%	20.5%
Dividend Payout (S$'000)	6,420	8,645	10,220	13,266	30,843^
Dividend Payout Ratio	80.0%	52.9%	78.0%	119.4%	32.2%^
Earnings Per Share** (cents)	2.50	5.09	3.34	1.72	13.15

* The 2010 comparative figures have been restated to take into account the retrospective adjustments arising from the adoption of INT FRS 115 - Agreements for the Construction of Real Estate and under recognition of costs pertaining to fair value adjustment
** Earnings per share is calculated based on number of shares in issue. There are 727,247,162 shares for FY2012. The number of shares in FY2008, FY2009, FY2010 and FY2011 were 321,039,000, 321,040,500, 392,052,850 and 645,523,525 respectively

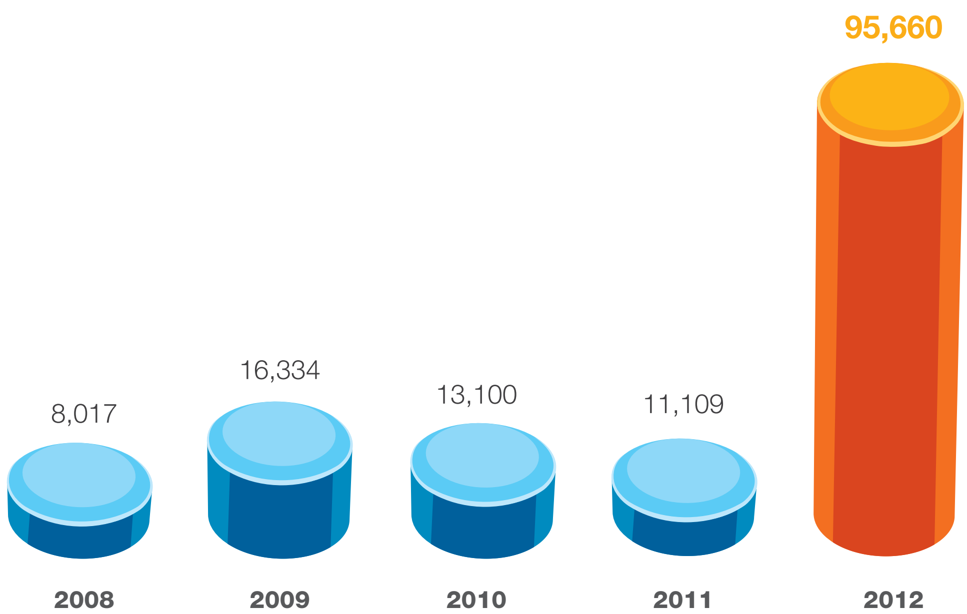
20.5% NET PROFIT MARGIN

13.15 cents EARNINGS PER SHARE**

S$30.8M^ DIVIDEND PAYOUT

S$181.4M TOTAL EQUITY***

NET PROFIT ATTRIBUTABLE TO EQUITY HOLDERS (S$'000)



Balance Sheet Highlights

	FY 2008	FY 2009	FY 2010 Restated*	FY 2011	FY 2012
Property, Plant and Equipment (S$'000)	3,016	3,777	5,339	10,363	15,016
Trade and Other Receivables (S$'000)	38,248	63,439	50,732	42,153	62,535
Cash and Cash Equivalents (S$'000)	24,999	31,376	62,954	115,994	200,982
Trade and Other Payables (S$'000)	36,260	52,560	61,609	83,903	154,671
Net Current Assets (S$'000)	35,626	46,648	83,559	90,135	283,540
Total Equity*** (S$'000)	39,489	50,885	80,008	89,152	181,431

*** Included Non-Controlling Interests

^ Estimated amount and percentage are calculated based on 793,363,208 shares (excluding treasury shares) in issue as at 28 March 2013

Operations and Financial Review

Operations Review

Property Development

Development Projects Completed in FY2012

- Harvest@Woodlands – The Group's first industrial property development, Harvest@Woodlands is a 469-unit, 10-storey, multiple-user development located within Woodlands Industrial Park E5, at the junction of Woodlands Avenue 4 and Admiralty Road West. This fully-sold industrial development received its Temporary Occupation Permit ("TOP") in 4Q2012.

On-going Development Projects

- Urban Residences – This 47-unit boutique residential project at 10, Lorong Ah Soo, was launched in 1Q2011 and was more than 90% sold as at 31 December 2012. Urban Residences is within walking distance to the NEX shopping mall and Serangoon MRT station, and is a stone throw's away from well-known schools like St. Gabriel's Secondary School and Paya Lebar Methodist Girls' School. The construction of Urban Residences commenced in May 2012 and the project is expected to obtain its TOP in June 2014.

- Premier@Kaki Bukit – Housing a total of 482 units, this massive industrial property development launched in 2Q2011 was more than 95% sold as at 31 December 2012. Developed on a bigger scale compared to Harvest@ Woodlands, Premier@Kaki Bukit will comprise two blocks, one of which will be an 8-storey ramp-up factory while the other a 9-storey flatted factory. This property is developed in a joint venture ("JV") with Wee Hur holding a 60% stake. This project is expected to obtain its TOP in December 2014.

- Parc Centros – Launched to overwhelming response in 3Q2012, 99-year leasehold Parc Centros is located adjacent to Punggol Town's transport hub comprising Punggol MRT station, LRT station and bus interchange, and is surrounded by other amenities such as schools and a future shopping mall. The fully-sold 618-unit Parc Centros is the Group's largest residential development project to date. This property is developed in a JV with Wee Hur holding a 65% stake. The construction of Parc Centros commenced in Jan 2013 and the project is expected to obtain its TOP in December 2016.

Land Acquisitions

- On 5 September 2012, the Group was awarded the tender for the collective purchase of Thomson View for S$590 million in a JV with Lucrum Capital Pte Ltd. The Group's wholly-owned subsidiary, Wee Hur Development Pte Ltd, holds 51% of the JV. The Group intends to apply for a fresh 99-year lease and to redevelop Thomson View into a condominium development with apartment blocks of up to 24-storey and a gross plot ratio of 2.1 in accordance with URA's Master Plan 2008. The acquisition is pending the result of a court adjudication arising as a result of disagreement from a few present owners.

Construction Business

The Group currently has on-going projects worth S$527.8 million recorded in its order book as at 31 December 2012 with completion dates ranging between FY2013 and FY2015.

Projects Completed in FY2012

- Harvest@Woodlands – The Group's own development with an approximate contract sum of S$67.3 million. The project has received TOP in October 2012.

- Trilight – A two-block, 30-storey condominium development at Newton Road with 205 units in total. This project was awarded by Ho Bee Group at a total contract value of S$121.0 million.

- JCube – This S$121.2 million project is a 5-storey shopping and entertainment complex at Jurong East Street 13. This new shopping mall houses a supermarket, a multi-screen cinema and Singapore's first Olympic-size ice skating rink among numerous restaurants and retail shops.

The Group currently has on-going projects worth S$527.8 million recorded in its order book with completion dates ranging between FY2013 and FY2015.

New Projects Secured in FY2012

- Parc Centros – This S$150.0 million construction contract for the Group's own residential property development was awarded in December 2012. The project consists of eight blocks of 16-storey buildings with full communal facilities.

Other On-going Projects

- Premier@Kaki Bukit – This S$89.5 million contract is for the construction of the Group's own industrial property development. Housing a total of 482 units, the project will comprise two blocks, one of which will be an 8-storey ramp-up factory while the other a 9-storey flatted factory. The project is expected to be completed in 2014.

- Urban Residences – A S$12.5 million construction contract for the Group's own residential property development. The project consists of a 47-unit 5-storey private apartment with attic, basement car park and communal facilities. The project is expected to be completed in 2014.

- HDB LUP project – A S$47.9 million (original contract sum) project under the Housing and Development Board (HDB) Lift Upgrading Projects (LUP) for G5B (Stage 2) is for the construction of new lift shafts and upgrade of existing lift shafts and lift lobbies to existing HDB blocks in estates such as Tampines, Telok Blangah, Marine Parade, Ubi Avenue and Everton Park. The project is expected to be completed in 2013.

- Fernvale Riverbow – A S$159.3 million public housing building works project which includes the construction of eight residential blocks, a basement car park and communal facilities such as pavilions, playgrounds, fitness stations and multi-purpose courts. The project is expected to be completed in 2014.

- Vista Spring@Yishun – A S$109.0 million (original contract sum) public housing building works project which includes the construction of eight residential blocks, an electrical sub-station, a multi-storey car park, minor sewer services and landscaping works. The project is expected to be completed in 2014.

- Boon Lay Grove – A S$64.9 million (original contract sum) public housing building works project which includes the construction of four residential blocks, a multi-storey car park with green roof, an electrical sub-station block, minor sewer services and services roads, driveways and drains. The project is expected to be completed in 2013.

- Business Park Buildings@Fusionopolis – A S$57.0 million design & build project of a business park and office mixed use development comprising two buildings and one common basement carpark. The project is expected to be completed in 2013.

- Nepal Hill – A S$26.2 million (original contract sum) design & build project of a 3-storey training block with a lower ground level and outdoor carpark, a single storey club house block with a rooftop recreation deck and 10 black and white conservation bungalows, each with an outhouse structure. The project is expected to be completed in 2013.

- Standard Chartered @ Changi Business Park – A S$35.4 million design & build project of a 6-storey office building with a basement carpark at Changi Business Park. The project is expected to be completed in 2013.

Development Schedule Summary

Properties Under Development

Project	Interest Attributable	Expected TOP	GFA (sqm)	Type
Urban Residences	100%	June 2014	3,566	Residential
Premier@Kaki Bukit	60%	December 2014	74,943	Industrial
Parc Centros	65%	December 2016	54,058	Residential
Total			132,567	

Operations and Financial Review

Financial Review

Group Revenue

The Group's FY2012 revenue increased by approximately S$276.1 million to S$465.7 million for the full year ended 31 December 2012. The increase of 145.6% was mainly due to the Group's maiden industrial development property, Harvest@ Woodlands attaining its Temporary Occupation Permit ("TOP") in October 2012. Upon TOP, the Group is allowed to recognize the full revenue and profit for the project based on completed contract method following the clarification of the Interpretation of Financial Reporting Standards ("INT FRS") 115. In addition, major construction projects entered their matured stage of work-in-progress and more new projects commenced work during the financial period; allowing for higher revenue recognition.

Gross Profit

The Group achieved a significantly higher gross profit of S$144.3 million for FY2012 compared to S$26.1 million for FY2011. The increase in gross profit was mainly due to the full recognition of profit from the Group's Harvest@Woodlands industrial development project.

Profit Attributable to Shareholders

Profit attributable to shareholders soared 761.1% to S$95.7 million as compared to S$11.1 million in FY2011. The increase in profit attributable to shareholders was mainly due to the full recognition of profit from the Group's Harvest@Woodlands industrial development project which has obtained TOP in October 2012.

Non-Current Assets

The net increase of S$7.3 million as at 31 December 2012 compared to end-FY2011 is mainly due to building costs incurred for a new factory at Kranji Link of approximately S$4.3 million and the purchase of new plant and equipment of approximately S$4.4 million.

Current Assets

Current assets as at 31 December 2012 are higher than that as at 31 December 2011 because Other Assets, Development Properties and Cash and Bank Balances have all increased. Other Assets increased as a result of deposits placement for the collective purchase of Thomson View Condominium for redevelopment. Development Properties increased because of the acquisition of a land parcel at Punggol Central/Punggol

Place for the Parc Centros project. The higher Cash and Bank Balances is mainly due to additional progress billings received from development projects.

Current Liabilities

The higher current liabilities as at 31 December 2012 are mainly due to higher trade and other payables increasing mainly as a result from higher value of work done in the Group's construction business and additional funding from related parties on joint venture developments. The decrease in value of progress billings received and receivables is mainly attributable to the reversal of progress billings for the Harvest@ Woodlands industrial development project which obtained its TOP in October 2012.

Non-Current Liabilities

Non-current liabilities as at 31 December 2012 were significantly higher as a result of the utilisation of new bank loan facility in relation to the acquisition of a land parcel at Punggol Central/ Punggol Place.

Cash and Bank Balances

The Group maintains a strong financial position with cash and bank balances of S$201.0 million as at 31 December 2012, approximately S$85.0 million higher than the balance of S$116.0 million at end-FY2011.

Share Capital Changes as a result of Conversion of Warrants

In FY2012, the Company issued 94,937,637 ordinary shares comprising 72,903,030 ordinary shares at S$0.20 each and 22,034,607 ordinary shares at S$0.25 each, to existing shareholders from the conversion of warrants issued into shares.

Subsequent to the balance sheet date of 31 December 2012, the Company issued a further 66,116,046 (up to 28 March 2013) ordinary shares at S$0.25 each, from the conversion of warrants issued into shares.

The Warrants 2012 which were issued on 28 October 2009 have expired on 25 October 2012 with 467,047 warrants lapsed for conversion.

In FY2012, the Company purchased 13,214,000 shares by way of on market purchases on the Singapore Exchange Securities Trading Limited, pursuant to the renewal of Share Purchase Mandate. There were 16,671,000 treasury shares as at 31 December 2012.

Board of Directors

Seating (left to right): Mr. Goh Yeow Lian and Mr. Goh Yew Tee
Standing (left to right): Mr. William Teo, Mr. Goh Yeo Hwa, Mr. Goh Yew Gee and Mr. Robert Wong

Goh Yeow Lian is our **Executive Chairman and Managing Director** and one of the founders of our Group. As our founder, he has played a pivotal role in the growth and development of our Group. With more than 30 years of experience in construction industry, he is responsible in the formulation of our Group's strategic directions and expansion plans, and managing our Group's overall business development. Particularly, he is responsible for developing and overall operations of the property development business. He graduated with a Diploma in Building from Singapore Polytechnic.

Goh Yew Tee is our **Executive Director and Deputy Managing Director**. In January 2009, he was appointed Managing Director of our wholly-owned subsidiary, Wee Hur Construction Pte Ltd. He is responsible for the overall operation of the construction arm. He started his career with Wee Hur Construction Company since 1982. He graduated with a Diploma in Building from Singapore Polytechnic.

Goh Yeo Hwa is our **Executive Director** and one of our co-founders. He has more than 30 years of experience in the construction industry. He is involved in the site management and procurement of construction materials and equipment. He received formal education up to secondary school.

William Teo was appointed as our **Lead Independent Director** on 14 December 2007. He is currently a consultant providing corporate advisory work and independent director of four other listed companies, namely See Hup Seng Limited, Loyz Energy Limited, HB Global Ltd and PSL Holdings Limited. He is also a director of Ascendent Technology Pte Ltd, Victoria Minerals and Resources Pte Ltd and Fral Ballistic Pte Ltd (formerly known as Fral Pte Ltd). Prior to that, he was the vice-president of Walden International Investment Group from 1997 to 2004 where he was responsible for its investment function. From 1989 to 1997, he was a senior manager with Coopers & Lybrand Management Consultants Pte Ltd, involved in corporate finance work. He is a fellow of the Association of Chartered Certified Accountants and a member of the Institute of Certified Public Accountants of Singapore. He holds a Master in Management from Asian Institute of Management, Philippines.

Robert Wong was appointed as our **Independent Director** on 14 December 2007. He is a lawyer by profession and practises mainly corporate law with emphasis on corporate finance. He had acted as solicitor in initial public offers, rights issue, issue of debentures, takeovers, mergers and acquisition and joint ventures.

Goh Yew Gee was appointed as our **Non-Executive Director** on 24 September 2007. He is currently the managing director of Multi-Zones Marketing Pte Ltd, a Singapore company engaged in chemical trading. He is also a director of Hexachem (M) Sdn Bhd and Hexachem (Vietnam) Ltd. His business acumen and entrepreneurial experience is an asset to our Group, particularly in assisting our Group's business expansion through acquisitions, joint ventures, and strategic alliances. He holds a Diploma in Chemical Process Technology from Singapore Polytechnic.

Key Management

Ewe Tuck Foong is the **Chief Financial Officer** of our Group. Since joining our Group in November 2011, he is given the responsibility for all aspects of financial and accounting matters of the Group. Apart from being the main liaison with the internal and external auditors, he is also involved in legal, corporate secretarial and all taxation matters within the Group. He is a fellow of the Association of Chartered Certified Accountants and a provisional member of the Institute of Certified Public Accountants of Singapore.

Goh Cheng Huah is our **Director (Tender and Contract)** with effect from 1 April 2013. He is responsible for the overall tender and contract functions of Group's construction arm. His responsibilities include identifying and securing new projects and overseeing the execution of contract administration for secured projects. He joined our Group in 1989 and he was our Business Director prior to the current position. He holds a Bachelor of Engineering (Civil) degree from the National University of Singapore.

Koh Chong Kwang is our **Director (Project)**. He is responsible for the overall project management functions of Group's construction arm. His responsibilities include overseeing the execution of projects from commencement till completion including maintenance period. He has been with the Group since 1995. He holds a Bachelor of Engineering (Civil) degree from the National University of Singapore.

Gaw Chu Lan is our **Director (Administration and Finance)**. She is responsible for the overall administrative and finance functions of the Group. Her responsibilities include overseeing the finance, administrative and human resources matters. She has been with the Group since 1985. She received formal education up to pre-university level and attained a GCE "A" Level certification.

Corporate Information

Board of Directors

Goh Yeow Lian
(Executive Chairman and Managing Director)
Goh Yew Tee
(Executive Director and Deputy Managing Director)
Goh Yeo Hwa
(Executive Director)
Goh Yew Gee
(Non-Executive Director)
Teo Choon Kow @ William Teo
(Lead Independent Director)
Wong Kwan Seng Robert
(Independent Director)

Audit Committee

Teo Choon Kow @ William Teo
(Chairman)
Wong Kwan Seng Robert
Goh Yew Gee

Nominating Committee

Wong Kwan Seng Robert
(Chairman)
Teo Choon Kow @ William Teo
Goh Yew Gee

Remuneration Committee

Teo Choon Kow @ William Teo
(Chairman)
Wong Kwan Seng Robert
Goh Yew Gee

Company Secretaries

Tan Ching Chek and Lo Swee Oi, ACIS
C/o BSL Corporate Services Pte Ltd
220 Orchard Road
#05-01 Midpoint Orchard
Singapore 238852

Registered Office

39 Kim Keat Road
Wee Hur Building
Singapore 328814

Share Registrar and Share Transfer Office

Boardroom Corporate & Advisory Services Pte Ltd
50 Raffles Place
Singapore Land Tower
#32-01
Singapore 048623

Auditor

RSM Chio Lim LLP
8 Wilkie Road
#03-08 Wilkie Edge
Singapore 228095

Partner-in-charge:
Derek How Beng Tiong, FCPA
(Effective from year ended 31 December 2011)

Principal Bankers

DBS Bank
Malayan Banking Berhad
Oversea-Chinese Banking Corporation Limited
RHB Bank Berhad
The Hongkong and Shanghai Banking
Corporation Limited
United Overseas Bank Limited

Investor Relations

Financial PR Pte Ltd
4 Robinson Road
#04-01 The House of Eden
Singapore 048543

PROPERTY DEVELOPMENT

Current Development

PARC CENTROS

8 blocks of 16-storey (618 units) condominium with 2 basement carparks, tennis courts, swimming pool and clubhouse facilities @ Punggol Central/ Punggol Place

Expected TOP: 2016

Property Development

Current Development

PREMIER @KAKI BUKIT

2 blocks of 8/9-storey multiple-user industrial development @ Kaki Bukit Avenue 4

Expected TOP: 2014

Current Development

URBAN RESIDENCES

5-storey, 47-unit apartment complete with attic, basement car park and communal facilities

Expected TOP: 2014

Property Development

Completed Development

HARVEST @WOODLANDS

10-storey, multiple-user industrial strata-titled development @ junction of Woodlands Avenue 4 and Admiralty Road West

TOP: 2012

Completed Development

VILLAS@GILSTEAD

Strata housing development - 10 semi-detached houses, 6 terrace houses and 2 bungalows @ Gilstead Road

TOP: 2011

CONSTRUCTION

PARC CENTROS

8 blocks of 16-storey (618 units) condominium with 2 basement carparks, tennis courts, swimming pool and clubhouse facilities @ Punggol Central/ Punggol Place

Client: Wee Hur (Punggol Central) Pte Ltd
Expected completion: 2016

Construction

Current Projects

FERNVALE RIVERBOW

1154 units of public housing in Sengkang Neighbourhood 4 Contract 20

Client: Housing and Development Board
Expected completion: 2014

VISTA SPRING @YISHUN

696 units of public housing in Yishun Neighbourhood 4 Contract 7

Client: Housing and Development Board
Expected completion: 2014

Construction

Current Projects

BOON LAY GROVE

450 units of public housing in Jurong West Neighbourhood 2 Contract 16

Client: Housing and Development Board
Expected completion: 2013

Current Projects

PREMIER @KAKI BUKIT

2 blocks of 8/9-storey multiple-user industrial development @ Kaki Bukit Avenue 4

Client: Wee Hur (Kaki Bukit) Pte Ltd
Expected completion: 2014

Construction

Current Projects

BUSINESS PARK BUILDINGS @ FUSIONPOLIS

2 blocks of 6-storey business park and office mixed use development @ Fusionopolis Link

Client: Ascendas Group
Expected completion: 2013

URBAN RESIDENCES

5-storey, 47-unit apartment complete with attic, basement car park and communal facilities

Client: Wee Hur (Paya Lebar) Pte Ltd
Expected completion: 2014

Construction

Current Projects

HDB LIFT UPGRADING

Lift upgrading projects for G5B

Client: Housing and Development Board
Expected completion: 2013

STANDARD CHARTERED @CHANGI

6-storey commercial building @ Changi Business Park

Client: Ascendas Group
Expected completion: 2013

TRAINING FACILITIES @NEPAL HILL, ONE NORTH

3-storey training block with an outdoor carpark, a single storey club house block and 10 black and white conservation bungalows each with an outhouse structure

Client: Ascendas Group
Expected completion : 2013

COMPLETED **PROJECTS**

Completed Projects

JCUBE

TRILIGHT

PARKVIEW ECLAT

Completed Projects

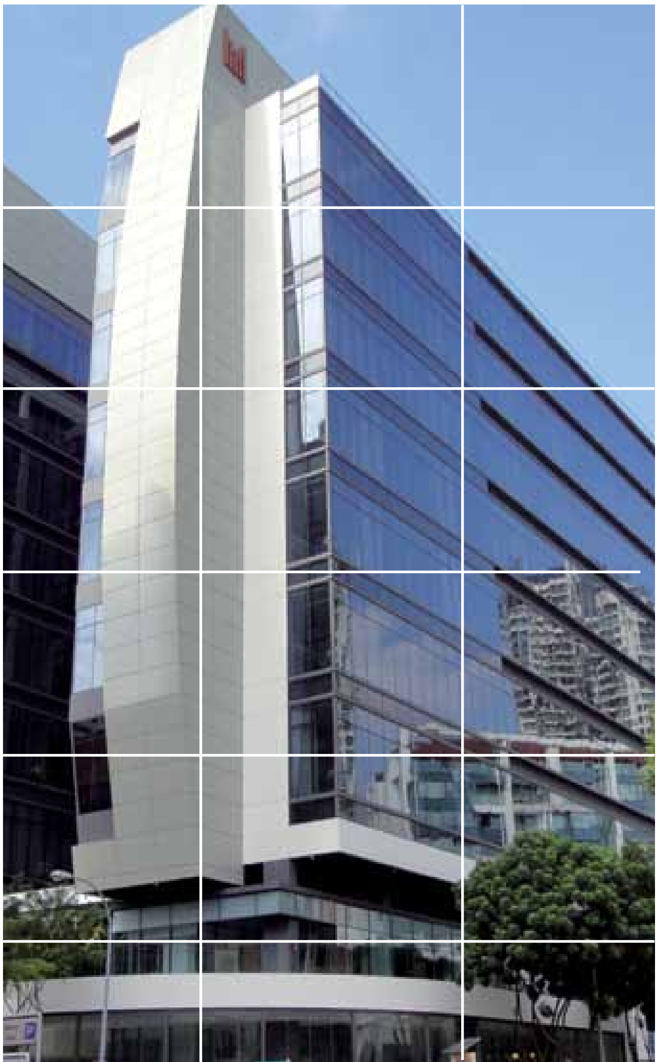
FRONTIER

THE ARTS HOUSE

COURTS MEGASTORE@TAMPINES

Completed Projects

COMPASSVALE PEARL

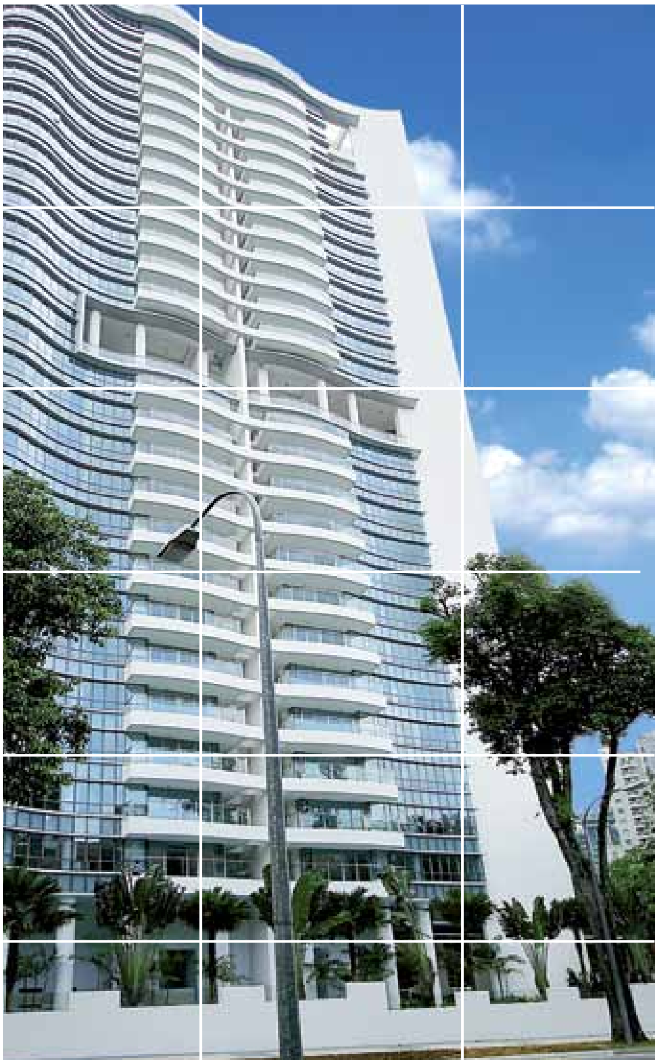


TRILIGHT

HARVEST@WOODLANDS

Completed Projects

DBS ASIA HUB



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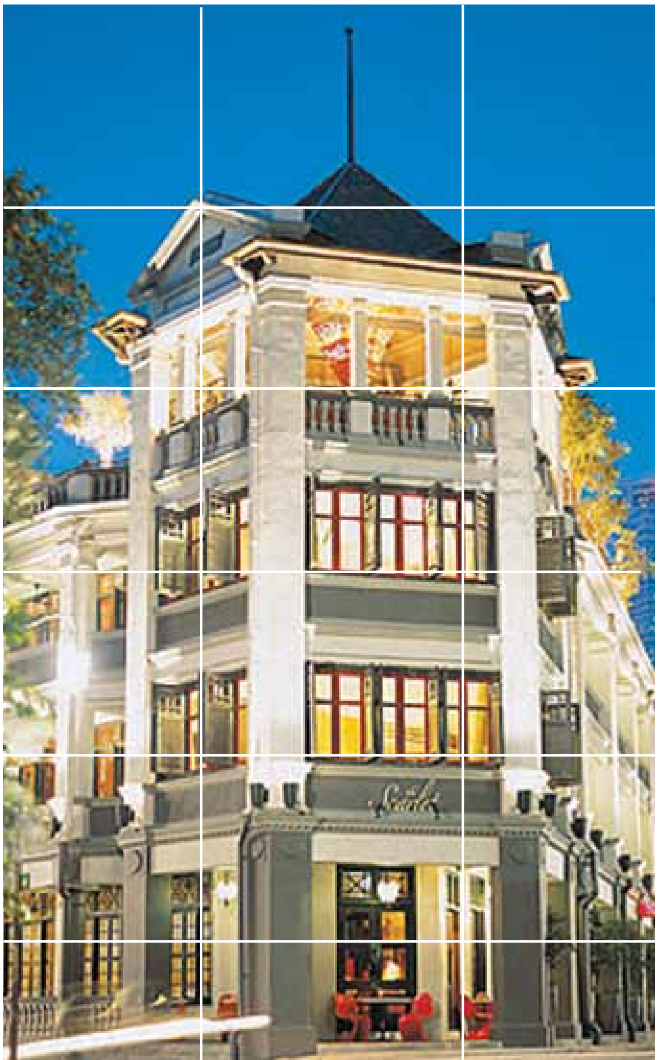

THE SCARLET HOTEL

The Company is committed to a high standard of corporate governance to ensure effective self regulation practices are in place to enhance corporate performance and accountability.

This report outlines the Company's main corporate governance practices with references to the principles of the Code of Corporate Governance 2005 (the "Code"). The Code forms part of the continuing obligation of the Singapore Exchange Securities Trading Limited ("SGX-ST")'s Listing Manual.

On 2 May 2012, the revised Code of Corporate Governance 2012 (the "Code 2012") was issued and took effect for financial year commencing on or after 1 November 2012. The Company is in the midst of putting the processes in place to comply with the requirements of the Code 2012.

Principle 1 : The Board's Conduct of its Affairs

The Board of Directors (the "Board") has six members comprising three Executive Directors, one Non-Executive Director and two Non-Executive and Independent Directors. The Board comprises the following members:

Name of Directors	Position in Board	Appointment
Goh Yeow Lian	Executive Chairman and Managing Director	Executive Director
Goh Yew Tee	Executive Director and Deputy Managing Director	Executive Director
Goh Yeo Hwa	Member	Executive Director
Goh Yew Gee	Member	Non-Executive Director
Teo Choon Kow @ William Teo	Member	Lead Independent Director
Wong Kwan Seng Robert	Member	Independent Director

The Company's Articles of Association permit Directors of the Company (the "Directors") to attend meetings through the use of audio-visual communication equipment.

In between Board meetings, important matters concerning the Company are also put to the Board for its decision by way of circulating resolutions in writing for the Directors' approval together with supporting memoranda enabling the Directors to make informed decisions. The number of Board and Board Committee meetings held in the FY2012 are as follows:

	Board Committee	**Audit Committee**	**Remuneration Committee**	**Nominating Committee**
Number of meetings held	4	4	1	1
Attendance				
Goh Yeow Lian	4	4*	1*	1*
Goh Yew Tee	4	4*	1*	1*
Goh Yeo Hwa	4	4*	1*	1*
Goh Yew Gee	4	4	1	1
Wong Kwan Seng Robert	4	4	1	1
Teo Choon Kow @ William Teo	4	4	1	1

* attended the meeting by invitation

The Board oversees the business affairs of the Group, approves the financial objectives and the strategies to be implemented by management and monitors standards of performance and issues of policy directly. In addition to its statutory duties, the Board's principal functions are:

(i) Supervising the overall management of the business and affairs of the Group and approving the Group's corporate and strategic policies and direction;

(ii) Formulating and approving financial objectives of the Group and monitoring its performances such as reviewing and approving of results announcements and approving of annual financial statements;

(iii) Overseeing the processes for evaluating the adequacy of internal controls and risk management including the review and approval of interested person transactions;

(iv) Assuming responsibility for corporate governance and compliances with the Companies Act and the rules and regulations of the relevant regulatory bodies;

(v) Evaluating performance of management; and

(vi) Approving the recommended framework of remuneration for the Board and key executives.

Matters that are specifically reserved for the approval of the Board include, among others, any material acquisitions and disposals of assets, corporate or financial restructuring, share issuance and the proposing of dividends.

The Board has adopted a set of internal guidelines on the matters requiring Board approval. Certain functions have also been delegated to various Board committees, namely, the Audit Committee, the Remuneration Committee and the Nominating Committee.

Changes to regulations and accounting standards are monitored closely by management. To keep pace with regulatory changes, where these changes have an important bearing on the Company's or Director's disclosure obligations, Directors are briefed either during Board meetings or at specially-convened sessions conducted by professionals. Newly appointed Directors will be briefed by the Executive Chairman on the business activities of the Group and its strategic directions as well as their duties and responsibilities as Directors.

In order to ensure that the Board is able to fulfill its responsibilities, prior to the Board meetings, the management provides the members of the Board with management accounts, as well as relevant background information and documents relating to items of business to be discussed at a Board meeting before the scheduled meeting.

The Directors are also regularly briefed on the business activities of the Group.

The Board has separate and independent access to the Company Secretary at all times and the Company Secretary attends all Board and Committee meetings and is responsible for ensuring that Board procedures are followed. The Board also has access to independent professional advice, where necessary, at the Company's expense.

Principle 2 : Board Composition and Guidance

The Board comprises six members of whom three are Executive Directors, one is Non-Executive Director and two are Non-Executive and Independent Directors. Independent Directors comprise one third of the Board members.

The Board is able to exercise objective judgement independently from management and no individual or small group of individuals dominate the decisions of the Board.

The Nominating Committee is of the view that the current Board size of six Directors is appropriate taking into account the nature and scope of the Group's operations, the core competencies of knowledge and the business experiences of the Directors to govern and meet the Group's objectives.

The Board has no dissenting view on the Chairman's statement for the year in review.

Principle 3 : Executive Chairman and Managing Director

Goh Yeow Lian ("Mr Goh") is currently the Executive Chairman and Managing Director. In view of Mr Goh's concurrent appointment as the Executive Chairman and Managing Director, the Board has appointed Teo Choon Kow @ William Teo as the Lead Independent Director, pursuant to the recommendations in commentary 3.3 of the Code. In accordance with the recommendations in the said commentary 3.3, the Lead Independent Director is available to shareholders where they have concerns with contact through the normal channels of the Executive Chairman and Managing Director has failed to resolve or for which such contact is inappropriate.

As the Executive Chairman and Managing Director, Mr Goh is responsible for the day-to-day operations of the Group and has the full executive responsibilities over the business directions and operational decisions of the Group. As Executive Chairman, he also exercises control over quality, quantity and timeliness of the flow of information between the management of the Company and the Board, and assisting in ensuring compliance with the Company's guidelines on corporate governance. He also schedules meetings with the Board and prepares meeting agenda with the assistance of the Company Secretaries of the Company (the "Company Secretaries").

Principle 4 : Board Membership
Principle 5 : Board Performance

Board Membership

The Nominating Committee ("NC") comprises the following Directors:

1. Wong Kwan Seng Robert – Chairman
2. Teo Choon Kow @ William Teo – Member
3. Goh Yew Gee - Member

Wong Kwan Seng Robert and Teo Choon Kow @ William Teo are Independent Directors. Goh Yew Gee is a Non-Executive Director.

The NC's written terms of reference describe its responsibilities, and these include:

(i) Identifying candidates and making recommendations for all Board appointments and re-nomination or continuation in office of any Director;

(ii) Regularly reviewing the Board structure, size and composition, and making recommendations to the Board with regards to any adjustments that are deemed necessary;

(iii) Determining annually whether or not a Director is independent;

(iv) Deciding whether or not a Director is able to and has been adequately carrying out his/her duties as a Director of the Company, particularly when he/she has multiple Board representations, and proposing internal guidelines in relation to multiple Board representations;

(v) Deciding how the performance of the Board may be evaluated and propose objective performance criteria; and

(vi) Recommending procedures for assessing the effectiveness of the Board as a whole and for assessing the contributions by each individual Director to the effectiveness of the Board.

The Directors submit themselves for re-nomination and re-election at regular intervals of at least once every three years. Pursuant to the Company's Articles of Association, one third of the Board's Directors are to retire from office by rotation and be subject to re-election at the Annual General Meeting ("AGM") of the Company.

The NC has recommended Goh Yeow Lian and Goh Yew Tee, who are retiring at the forthcoming Annual General Meeting, to be re-elected. The two Directors are retiring under Article 107 of the Company's Articles of Association. The retiring Directors have offered themselves for re-election. The Board has accepted the recommendations of the NC.

The dates of initial appointment and last re-election of each Director are set out below:

	NAME OF DIRECTORS	APPOINTMENT	DATE OF INITIAL APPOINTMENT	DATE OF LAST RE-ELECTION
1	Goh Yeow Lian	Executive Chairman and Managing Director	3 September 2007	28 April 2010
2	Goh Yew Tee	Executive Director and Deputy Managing Director	24 September 2007	28 April 2010
3	Goh Yeo Hwa	Member	24 September 2007	27 April 2012
4	Goh Yew Gee	Member	24 September 2007	27 April 2012
5	Teo Choon Kow @ William Teo	Member	14 December 2007	28 April 2011
6	Wong Kwan Seng Robert	Member	14 December 2007	28 April 2011

The performance of the Board is ultimately reflected in the performance of the Company. The Board should ensure compliance with the applicable laws. Board members should act in good faith, with due diligence and care in the best interests of the Company and its shareholders.

The Board, through the delegation of its authority to the NC had made its best efforts to ensure each Director possesses the experience, knowledge and skills critical to the Group's business. This is necessary to enable the Board to make sound and well-considered decisions. The NC, in considering the nominating of any Director for re-election, will evaluate the performance of the Director involved.

Informal evaluation of the performance of the Board will be undertaken on a continuous basis by the NC with input from other Board members and the Executive Chairman. The Executive Chairman will act on the results of the evaluation and where appropriate and in consultation with the NC, will propose the appointment of new Directors or seek the resignation of current Directors. Renewal or replacement of Directors do not necessarily reflect their contribution to date; it may be driven by the need to position and shape the Board in line with the medium term needs of the Company and its business.

The search and nomination process for new Directors, if any, will be through search companies, contacts and recommendations that go through the normal selection process, to cast its net as wide as possible for the right candidates.

New Directors are appointed after the NC has reviewed and nominated them for appointment. Such new Directors submit themselves for re-election at the next AGM of the Company.

Principle 6 : Access to Information

All Directors receive a set of Board papers that include explanatory information relating to matters to be brought before the Board, copies of disclosure notes and internal Group's financial statements prior to Board meetings. This is generally issued to them at least three days prior to Board meetings. This is to allow sufficient time for the Board members to obtain further explanations, where necessary, to be properly briefed and adequately prepared for Board meetings.

In addition, Directors receive the management accounts of the Company and have unrestricted access to the records and information of the Company. The Non-Executive and Independent Directors have access to senior executives in the Company and other employees to seek additional information if required. To facilitate such access, the contact particulars of the senior management and secretaries of the Company have been provided to the Directors. Directors can seek independent professional advice if required and in accordance with procedure. The costs of such independent professional advice will be borne by the Company.

The Company Secretaries have the responsibility to ensure that Board procedures are followed and that all applicable rules and regulations are complied with. One or both of the Company Secretaries are in attendance at meetings of the Board and Sub-Committees. The appointment and removal of the Company Secretaries should be a matter for the Board as a whole.

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

The Remuneration Committee ("RC") comprises the following Directors:

1. Teo Choon Kow @ William Teo - Chairman
2. Wong Kwan Seng Robert - Member
3. Goh Yew Gee - Member

Teo Choon Kow @ William Teo and Wong Kwan Seng Robert are Independent Directors. Goh Yew Gee is a Non-Executive Director.

The written code of the Remuneration Committee describes its responsibilities. These include:

(i) Reviewing and recommending a framework of remuneration for the Directors and key officers, determining specific remuneration packages for each Executive Director, including the Executive Chairman, and the implementation of any appropriate performance-related elements to be incorporated in the remuneration framework;

(ii) Reviewing and recommending the remuneration packages of all managerial staff in the Company or any of its principal subsidiaries, including managerial staff who are related to any of the Directors or any substantial shareholders of the Company; and

(iii) Administering the Share Options Schemes of the Company, if any.

Although the recommendations are made in consultation with the Executive Chairman of the Board, the remuneration packages are ultimately approved by the entire Board. No Director is involved in deciding his own remuneration.

The Company adopts a remuneration policy for employees comprising a fixed component and a variable component. The fixed component is in the form of a base salary. The variable component is in the form of a variable bonus that is linked to the performance of the Company and the individual. The remuneration packages of the Executive Chairman and Managing Director, and the Executive Directors include a variable performance bonus.

Director's fees are set in accordance with the remuneration framework comprising basic fees and committee fees. These are subject to the approval of the Company during the AGM.

The following table shows the remuneration of Directors and key executives disclose in bands for the financial year ended 31 December 2012:

Remuneration Bands and Name	Fees (%)	Salary (%)	Bonus (%)	Others (%)	Total (%)
Above $1 million					
Goh Yeow Lian	–	4	95	1	100
Goh Yew Tee	–	7	91	2	100
Goh Yeo Hwa	–	8	90	2	100
Below $250,000					
Teo Choon Kow @ William Teo	100*	–	–	–	100
Wong Kwan Seng Robert	100*	–	–	–	100
Goh Yew Gee	100*	–	–	–	100

Remuneration Bands and Name	Fees (%)	Salary (%)	Bonus (%)	Others (%)	Total (%)
Key Executives					
$250,000 to $499,000					
Seow Sen Joo [1]	–	31	8	61	100
Goh Cheng Huah	–	33	61	6	100
Koh Chong Kwang	–	33	61	6	100
Below $250,000					
Goh Yeu Toh#	–	52	27	21	100
Cheng Kiang Huat#	–	52	27	21	100
Sua Nam Heng#	–	51	26	23	100
Gaw Chu Lan[2]	–	45	54	1	100
Ewe Tuck Foong	–	76	23	1	100

* These fees are subject to approval by shareholders as a lump sum at the forthcoming AGM.

Goh Yeu Toh, Cheng Kiang Huat and Sua Nam Heng are Executive Directors of Wee Hur Construction Pte Ltd, a wholly-owned subsidiary of the Company.

Goh Yeow Lian, Goh Yew Tee, Goh Yeo Hwa, Goh Yew Gee and Goh Yeu Toh ("Messrs Goh") are brothers. Cheng Kiang Huat and Sua Nam Heng are brothers-in-law of Messrs Goh.

(1) Seow Sen Joo retired on 15 March 2013.

(2) Gaw Chu Lan is the sister of Messrs Goh.

Other than those disclosed above, Sua Chen Shiua, son of Sua Nam Heng and nephew of Messrs Goh received remuneration which exceeded $150,000 for the financial year ended 31 December 2012.

The Company has in place the Wee Hur Employee Share Option Scheme and Wee Hur Performance Share Plan which were approved by the shareholders at an Extraordinary General Meeting held on 19 May 2009.

Principle 10 : Accountability

The Board, through its announcements of the Group's financial results to shareholders, aims to present a balanced and understandable assessment of the Group's position and prospects.

In preparing the financial statements, the Directors have:

(i) Selected suitable accounting policies and applied them consistently;

(ii) Made judgements and estimates that are reasonable and prudent;

(iii) Ensured that all applicable accounting standards have been followed; and

(iv) Prepared financial statements on the basis that the Directors have reasonable expectations, having made enquiries that the Group and Company have adequate resources to continue operations for the foreseeable future.

Principle 11 : Audit Committee
Principle 12 : Internal Controls

The Audit Committee ("AC") comprises the following Directors:

1. Teo Choon Kow @ William Teo - Chairman
2. Wong Kwan Seng Robert - Member
3. Goh Yew Gee - Member

Teo Choon Kow @ William Teo and Wong Kwan Seng Robert are Independent Directors. Goh Yew Gee is a Non-Executive Director.

The role of the AC is to assist the Board in overseeing the adequacy of the overall internal control functions, the internal audit functions within the Group, the relationship of those functions to external audit, the scope of audit by the external auditor as well as their independence. The functions of the AC include the following:

(i) Review with external auditor the scope and results of the audit, system of internal controls, their management letter and management's response;

(ii) Review the financial statements including annual budget and any forecast, before submission to the Board for approval;

(iii) Review the scope and results of the internal audit proceedings of the internal auditor to ensure all possible precautions are taken to ensure no irregularities;

(iv) Review the interested person transactions in accordance with the Listing Rules of the SGX-ST;

(v) Review all non-audit services provided by external auditor so as to ensure that any provision of such services would not affect the independence and objectivity of external auditor; and

(vi) Consider and recommend the appointment or re-appointment of the external auditor.

The AC has been given full access and obtained the co-operation of the management of the Company. The AC has the explicit authority to investigate any matter within its terms of reference. It also has full access to and co-operation by management and full discretion to invite any Director or executive officer to attend its meetings, and reasonable resources to enable it to discharge its functions properly.

The AC has met with the External Auditor of the Company (the "External Auditor") without the presence of the management. The AC also met with the External Auditor to discuss the results of their examinations and their evaluation of the systems of internal accounting controls.

The AC has reviewed the nature and extent of non-audit services provided by RSM Chio Lim LLP ("Chio Lim") and the fees paid for its audit services, non-audit services and the aggregate amount of fees paid in respect of the year ended 31 December 2012. The AC has reviewed the nature and amount of non-audit fees paid to Chio Lim and is of the view that the independence of the External Auditor has not been compromised.

The AC has also reviewed and confirmed that Chio Lim is a suitable audit firm to meet the Company's audit obligations, having regards to the adequacy of resources and experience of the firm and the assigned audit engagement partner, Chio Lim's other audit engagements, size and complexity of the Wee Hur Group, number and experience of supervisory and professional staff assigned to the audit. Accordingly, the AC recommended to the Board the re-appointment of Chio Lim as External Auditor of the Company for the financial year ending 31 December 2013.

Chio Lim has been engaged to audit the financial statements of the Company and its Singapore-incorporated subsidiaries. The Group has complied with the Rule 715 of the Listing Manual in relation to its auditing firm. The Group does not have any foreign-incorporated subsidiaries and associated companies.

The Company has put in place a whistle blowing policy in 2008. This policy will provide well-defined and accessible channels in the Group through which employees may raise concerns about improper conduct within the Group.

Principle 13 : Internal Audit

The Company has re-appointed Alfred PF Shee & Co as Internal Auditor for FY2012. The Internal Auditor plans its internal audit schedules in consultation with the management and its plans are submitted to the AC for approval. The AC reviews and approves the internal audit plans and resources and also ensures that Alfred PF Shee & Co has the necessary resources to adequately perform its functions. The AC has also reviewed and they believed that the Internal Auditor is independent and has the appropriate standing to perform its functions effectively.

The system of internal controls provides reasonable, but not absolute, assurance that the Company will not be adversely affected by any event that could be reasonably foreseen as it strives to achieve its business objectives. However, the Board also notes that no system of internal controls can provide absolute assurance in this regard, or absolute assurance against the occurrence of material errors, poor judgement in decision-making, human errors, losses, fraud or other irregularities.

Based on the aforesaid and the statutory audit conducted by the External Auditor, the Board, with the concurrence of the AC, is satisfied that the system of internal controls, including financial, operational and compliance controls, is adequate to meet the needs of the Group's existing business objectives, having addressed the critical risks area. While acknowledging their responsibility for the system of internal controls, the Directors are aware that such a system is designed to manage, rather than eliminate risks, and therefore cannot provide absolute assurance in this regard, or absolute assurance against the occurrence of material errors or misstatements, poor judgement in decision-making, human errors, losses, fraud or other irregularities.

Principle 14 : Communication with Shareholders
Principle 15 : Shareholder Participation

The Company does not practice selective disclosure. Price sensitive information is always released on SGXNET after trading hours. Results and annual reports are announced or issued within the mandatory periods.

Shareholders are encouraged to attend the AGM to ensure a greater level of shareholders' participation and for them to be kept up to date as to the strategies and goals of the Group. All shareholders of the Company receive a copy of the Annual Report, the Notice of AGM and circulars and notices pertaining to any extraordinary general meetings of the Company. To facilitate participation by the shareholders, the Articles of the Company allow the shareholders to attend and vote at general meetings of the Company by proxies. Separate resolutions on each distinct issue are requisite.

At the AGM, the External Auditor as well as the Directors are in attendance to answer queries from shareholders. Shareholders are given the opportunity at general meetings of the Company to air their views and query the Directors and management on matters relating to the Group and its operations.

DEALINGS IN SECURITIES

The Company has adopted an internal code which prohibits dealings in the securities of the Company by Directors and officers of the Group while in possession of price-sensitive information. They should also not deal in the Company's securities on short term considerations. The Directors and officers of the Group are prohibited from dealing in the securities of the Company during the period beginning two weeks and one month before the announcement of the quarterly and annual results respectively, and ending on the date of the announcement. In addition, Directors and officers are expected to observe insider trading laws at all times even when dealing in securities within the permitted trading period.

DISCLOSURE OF MATERIAL CONTRACTS

Except as disclosed under Interested Person Transactions, there is no material contract entered into by the Company or any of its subsidiaries involving the interests of any Directors.

INTERESTED PERSON TRANSACTIONS

The Company has set out procedures governing all interested person transactions to ensure that they are carried out on an arm's length basis, on normal commercial terms and will not be prejudicial to the interests of the Company and its shareholders.

Disclosure according to the Rule 907 of the SGX-ST Listing Manual in respect of interested person transactions for FY2012 is stated in the following table:

Name of interested person	Aggregate value of all interested person transactions during the financial year under review (excluding transactions less than $100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920) $'000	Aggregate value of all interested person transactions conducted under shareholders' mandate pursuant to Rule 920 (excluding transactions less than $100,000) $'000
WM (Punggol Central) Pte. Ltd.(1)	119,248(2)	NIL
Liew Hong Liong(3)	1,182	NIL
Goh Li Yan(4)	1,246	NIL
Cheng Song Chuan(5)	1,689	NIL
Chng Chee An(6)	1,021	NIL
Goh Yew Tee(7)	1,240(14)	NIL
Goh Wee Ping(8)	1,323(14)	NIL
Goh Wee Shian(9)	1,722(14)	NIL
Goh Shi Hui(10)	1,788(14)	NIL
Goh Chengyu(11)	1,344(14)	NIL
Goh Cheng Liang(12)	1,344(14)	NIL
Yu Siok Gek(13)	1,252(14)	NIL

Notes:

(1) WM (Punggol Central) Pte. Ltd. is a joint venture partner with Wee Hur Development Pte. Ltd. (a wholly-owned subsidiary of the Company) in Wee Hur (Punggol Central) Pte. Ltd. Pursuant to Rule 916(2) of the Listing Manual, shareholders' approval is not required for an investment in a joint venture with an interested person if the risks and rewards are in proportion to the equity of each joint venture partner. Please refer to Announcement dated 20 January 2012 for more information.

(2) Pursuant to Rule 916(3) of the Listing Manual, shareholders' approval is not required for the provision of a loan to a joint venture with an interested person if the loan is extended by all joint venture partners in proportion to their equity and on the same terms. Please refer to Announcement dated 20 January 2012 for more information.

(3) Liew Hong Liong is the brother-in-law of Goh Yeo Hwa, an Executive Director of the Company.

(4) Goh Li Yan is the daughter of Goh Yeu Toh, who is the brother of Goh Yeow Lian, Goh Yew Tee, Goh Yeo Hwa and Goh Yew Gee, who are all Directors of the Company.

(5) Cheng Song Chuan is the son of Goh Siew Hong, who is the sister of Goh Yeow Lian, Goh Yew Tee, Goh Yeo Hwa and Goh Yew Gee, who are all Directors of the Company.

(6) Chng Chee An is the spouse of Gaw Chu Lan, who is the sister of Goh Yeow Lian, Goh Yew Tee, Goh Yeo Hwa and Goh Yew Gee, who are all Directors of the Company.

(7) Goh Yew Tee is an Executive Director and Deputy Managing Director of the Company.

(8) Goh Wee Ping is the son of Goh Yeow Lian, the Executive Chairman and Managing Director of the Company.

(9) Goh Wee Shian is the son of Goh Yeow Lian, the Executive Chairman and Managing Director of the Company.

(10) Goh Shi Hui is the daughter of Goh Yeow Lian, the Executive Chairman and Managing Director of the Company.

(11) Goh Chengyu is the son of Goh Yeo Hwa, an Executive Director of the Company.

(12) Goh Cheng Liang is the son of Goh Yeo Hwa, an Executive Director of the Company.

(13) Yu Siok Gek is the spouse of Goh Yew Gee, a Non-Executive Director of the Company.

(14) As per Extraordinary General Meeting dated 3 October 2012 on the sale of properties by Wee Hur (Punggol Central) Pte. Ltd. to interested persons as Interested Person Transactions.

The Company does not have a general shareholders' mandate pursuant to Rule 920 of the Listing Manual.

USE OF WARRANT PROCEEDS

The Group furnishes an update on the use of net proceeds from the Warrants Issue and exercise of Warrants:

The Group has fully utilised the Warrants 2012 proceeds as follows:

	Net Proceeds	Amount Raised $	Amount Utilised $
i)	Warrants Issue	1,605,195	1,605,195
ii)	Exercise of Warrants	43,155,772	43,155,772
	Total	44,760,967	44,760,967*

* The amount has fully been deployed to Wee Hur (Woodlands) Pte. Ltd., Wee Hur (Paya Lebar) Pte. Ltd., Wee Hur (Kaki Bukit) Pte. Ltd., Wee Hur (Kim Keat) Pte. Ltd. and Wee Hur (Punggol Central) Pte. Ltd. which are subsidiaries of the Company for the upfront payment for the acquisition of both industrial and residential land parcels as well as working capital.

The Group has fully utilised the Warrants 2014 proceeds as follows:

	Net Proceeds	Amount Raised $	Amount Utilised $
i)	Warrants Issue	–	–
ii)	Exercise of Warrants	5,511,902	5,511,902
	Total	5,511,902	5,511,902*

* The amount has fully been deployed to Wee Hur (Punggol Central) Pte. Ltd. which is a subsidiary of the Company for the upfront payment for the acquisition residential land parcel.

The Directors of the Company are pleased to present their report together with the audited financial statements of the Company and of the Group for the reporting year ended 31 December 2012.

1. Directors at Date of Report

The Directors of the Company in office at the date of this report are:

Executive Chairman and Managing Director
Goh Yeow Lian

Executive Directors
Goh Yew Tee
Goh Yeo Hwa

Non-Executive Director
Goh Yew Gee

Independent Directors
Teo Choon Kow @ William Teo
Wong Kwan Seng Robert

2. Arrangements to Enable Directors to Acquire Benefits by Means of Acquisition of Shares and Debentures

Neither at the end of the reporting year nor at any time during the reporting year did there subsist any arrangement whose object is to enable the Directors of the Company to acquire benefits by means of the acquisition of shares or debentures in the Company or any other body corporate, except as disclosed in paragraphs 3 to 8 below.

3. Directors' Interests in Shares and Debentures

The Directors of the Company holding office at the end of the reporting year had no interests in the share capital, warrants and debentures of the Company and related corporations as recorded in the Register of Directors' Shareholdings kept by the Company under section 164 of the Companies Act, Chapter 50 (the "Act"), except as follows:

	Direct Interest		Deemed Interest	
Name of Directors and company in which interests are held	**At beginning of the reporting year**	**At end of the reporting year**	**At beginning of the reporting year**	**At end of the reporting year**
Wee Hur Holdings Ltd. (the Company)		**Number of shares of no par value**		
Goh Yeow Lian	3,500,000	–	274,187,704	313,342,622
Goh Yew Tee	12,522,977	17,329,757	–	–
Goh Yeo Hwa	2,527,000	1,010,000	14,446,153	34,253,873
Goh Yew Gee	7,767,240	16,912,040	96,000	500,000
Wong Kwan Seng Robert	225,000	225,000	–	–

3. Directors' Interests in Shares and Debentures (cont'd)

Name of Directors and company in which interests are held	Direct Interest At beginning of the reporting year	Direct Interest At end of the reporting year	Deemed Interest At beginning of the reporting year	Deemed Interest At end of the reporting year
Wee Hur Holdings Ltd. (the Company)		**Number of Warrants 2012**		
Goh Yeow Lian	–	–	14,950,000	–
Goh Yeo Hwa	–	–	–	–

Mr Goh Yeo Hwa is deemed to have an interest in the 750 Warrants 2012 which had expired on 25 October 2012.

Name of Directors and company in which interests are held	Direct Interest At beginning of the reporting year	Direct Interest At end of the reporting year	Deemed Interest At beginning of the reporting year	Deemed Interest At end of the reporting year
Wee Hur Holdings Ltd. (the Company)		**Number of Warrants 2014**		
Goh Yeow Lian	–	–	91,333,568	83,552,250
Goh Yew Tee	3,390,659	3,390,659	–	–
Goh Yeo Hwa	–	–	4,815,384	2,044,384
Goh Yew Gee	2,589,080	2,589,080	–	–
Wong Kwan Seng Robert	75,000	75,000	–	–

By virtue of section 7 of the Act, Mr Goh Yeow Lian is deemed to have an interest in all the related corporations of the Company.

The Directors' interests as at 21 January 2013 were the same as those at the end of the reporting year.

4. Contractual Benefits of Directors

Since the beginning of the reporting year, no Director has received or become entitled to receive a benefit which is required to be disclosed by section 201(8) of the Act, by reason of a contract made by the Company or a related corporation with the Director or with a firm of which he is a member, or with a company in which he has a substantial financial interest except as disclosed in the financial statements.

5. Share Options

Wee Hur Employee Share Option Scheme

The Wee Hur Employee Share Option Scheme ("Wee Hur ESOS") was approved and adopted by the shareholders of the Company at an Extraordinary General Meeting held on 19 May 2009 (the "EGM").

The Wee Hur ESOS is administered by the following Directors (the "Committee"):

Goh Yeow Lian (Chairman)
Teo Choon Kow @ William Teo
Wong Kwan Seng Robert
Goh Yew Gee
Goh Yew Tee
Goh Yeo Hwa

5. Share Options (cont'd)

Wee Hur Employee Share Option Scheme (cont'd)

A summary of the Wee Hur ESOS is as follows:

(a) Background and rationale for the Wee Hur ESOS

The Wee Hur ESOS is open to a wide category of participants including Executive and Non-Executive Directors of the Company and employees. It is intended to help the Group attracts, recruits and retains the services of talented senior management and employees who would be able to contribute to the Group's businesses and operations. Additionally, the Wee Hur ESOS will provide an opportunity for employees who have contributed significantly to the growth and performance of the Group, as well as Directors (including Executive and Non-Executive Directors) who satisfy the eligibility criteria to participate in the equity of the Company.

(b) Eligibility

Group employees including Executive Directors and Non-Executive Directors who have attained the age of 21 years will be eligible to participate in the Wee Hur ESOS at the absolute discretion of the Committee. Each Non-Executive Director is not entitled to more than 3% of the shares available under the Wee Hur ESOS.

The Company may acquire associates in the future and accordingly, the Company has provided for the Wee Hur ESOS to be extended to Directors and key employees of its future associates (if any).

(c) Size of the Wee Hur ESOS

The aggregate number of shares in respect of which options may be granted on any date under the Wee Hur ESOS, when added to (i) the number of shares issued and issuable in respect of all options granted thereunder; and (ii) all shares issued and issuable pursuant to the Wee Hur PSP (See "Performance Share Plan" below), shall not exceed 15% of the number of issued shares of the Company (excluding treasury shares, if any) on the day immediately preceding the relevant date of grant.

Subject to the provisions on variation of the share capital, the total number of shares in respect of options that may be offered to a participant in accordance with the Wee Hur ESOS shall be determined at the absolute discretion of the Committee. The Company does not specify a sub-limit for the Wee Hur ESOS so as to provide for flexibility in the option structure.

(d) Exercise price

Under the Wee Hur ESOS, the exercise price of options granted will be determined by the Committee with reference to the average of the last dealt price(s) for a share, as determined by reference to the official list or any other publication by the Singapore Exchange Securities Trading Limited ("SGXST"), for the last five market days immediately preceding the offering date of that option ("Market Price"). Options may be granted with or without a discounted exercise price. In the event that options are granted at a discount, the discount shall not exceed 20% of the Market Price and is subject to the approval of shareholders in a general meeting.

5. Share Options (cont'd)

Wee Hur Employee Share Option Scheme (cont'd)

(e) Exercise of options

Options granted with the exercise price set at the Market Price shall only be exercisable by a participant after the first anniversary from the date of grant. Options granted with the exercise price set at a discount to the Market Price shall only be exercisable by a participant after the second anniversary from the date of grant. An option may be exercised in whole or in part (provided that an option may be exercised in part only in respect of 1,000 shares or any multiple thereof) and in accordance with a vesting schedule and the conditions (if any) to be determined by the Committee on the date of grant of the respective options.

All options granted to Group employees, pursuant to the Wee Hur ESOS, shall be exercised before the tenth anniversary of the relevant date of grant or such earlier date as may be determined by the Committee while those granted to the Non-Executive Directors shall be exercised before the fifth anniversary of the relevant date of grant or such earlier date as may be determined by the Committee. Any unexercised options shall immediately lapse and become null and void after the relevant exercise period and a participant shall have no claim against the Company.

(f) Operation of the Wee Hur ESOS

Subject to the prevailing legislation and the rules of the Listing Manual of SGXST, the Company will have the flexibility to deliver shares to participants upon exercise of options by way of:

(i) an issue of new shares; and/or
(ii) the transfer of treasury shares

(g) Duration of the Wee Hur ESOS

The Wee Hur ESOS shall continue to be in operation at the discretion of the Committee, subject to a maximum duration of ten years commencing from its adoption by shareholders at the EGM, provided always that the Wee Hur ESOS may continue beyond the above stipulated period with the approval of the shareholders by ordinary resolution in a general meeting and of any relevant authorities which may then be required.

The Wee Hur ESOS may be terminated at any time by the Committee or by resolution of the Company in a general meeting subject to all relevant approvals which may be required, and if the Wee Hur ESOS is so terminated, no further options shall be offered by the Company hereunder.

During the reporting year, no options to take up unissued shares of the Company or any corporation in the Group were granted, and there were no shares of the Company or any corporation in the Group issued by virtue of the exercise of an option to take up unissued shares.

At the end of the reporting year, there were no unissued shares of the Company or any corporation in the Group under option except for those disclosed in the above paragraphs.

6. Performance Share Plan

Wee Hur Performance Share Plan

The Wee Hur Performance Share Plan ("Wee Hur PSP") was approved and adopted by the shareholders of the Company at an Extraordinary General Meeting held on 19 May 2009.

The Wee Hur PSP is administered by the same Committee mentioned above.

A summary of the Wee Hur PSP is as follows:

(a) Background and rationale for the Wee Hur PSP

The Wee Hur PSP is intend to increase the Company's flexibility and effectiveness in its continuing efforts to reward, retain and motivate key management employees. The Wee Hur PSP will be targeted at executives in key positions who are able to drive the growth of the Group through innovation, creativity and superior performance. Unlike the Wee Hur ESOS, the Wee Hur PSP contemplates the award of fully paid shares ("Award/s") to participants deemed deserving by the Committee. Awards under the Wee Hur PSP may be time-based or performance-related, and in each instance, shall vest only:

(i) where the Award is time-based, after the satisfactory completion of time-based service conditions, that is, after the participant has served the Group for a specified number of years (such Awards being "time-based Awards"); or

(ii) where the Award is performance-related, after the participant achieves a predetermined performance target (such Awards being "performance-related Awards").

A time-based Award may be granted, for example, as a supplement to the cash component of the remuneration packages of executives in key position whom the Company seeks to attract and recruit. A performance-related Award may be granted, for example, with a performance condition based on the successful completion of a project or the successful achievement of certain quantifiable performance conditions, such as sales growth or productivity enhancement.

(b) Eligibility

Group employees (including Executive Directors of the Company) who hold such rank as may be designated by the Committee from time to time, and have attained the age of 21 years, will be eligible to participate in the Wee Hur PSP.

Non-Executive Directors of the Group or associates (if any) will also be eligible to participate in the Wee Hur PSP.

(c) Size of the Wee Hur PSP

The aggregate number of shares which may be granted on any date under the Wee Hur PSP, when added to the number of shares issued and issuable in respect of (i) all Awards granted thereunder; and (ii) all options granted pursuant to the Wee Hur ESOS, shall not exceed 15% of the number of issued shares of the Company (excluding treasury shares) on the day immediately preceding the relevant date of grant (or such other limit as the SGXST may determine from time to time).

Subject to the provisions on variation of the share capital, the total number of shares which may be offered to a participant pursuant to the Wee Hur PSP shall be determined at the absolute discretion of the Committee.

6. Performance Share Plan (cont'd)

Wee Hur Performance Share Plan (cont'd)

(d) Types of Awards

Awards granted under the Wee Hur PSP will entitle participants to be allotted fully paid shares upon satisfactory completion of time-based service conditions or pre-determined performance targets, as the case may be.

The vesting period for each Award shall be determined on a case-to-case basis and will be stated in the Award letter to be given by the Committee to the participant confirming the Award. The Committee may also make an Award at any time where in its opinion a participant's performance and/or contribution justifies such Award.

(e) Details of Awards

The Committee shall decide, in relation to each Award to be granted to a participant under the Wee Hur PSP:

(i) the date on which the Award is to be granted;

(ii) the number of shares which are the subject of the Award;

(iii) in the case of a performance-related Award, the performance period(s) during which the performance condition(s) are to be satisfied and the performance condition(s);

(iv) the prescribed vesting period(s) which would generally be a period of up to one year following such time when the prescribed service condition(s) and/or performance condition(s) are met; and

(v) the schedule setting out the extent to which shares will be released on satisfaction of the performance target(s) (if any).

Awards may be granted at any time the Wee Hur PSP is in force. As soon as reasonably practicable after making an Award under the Wee Hur PSP, the Committee shall send to each participant an Award letter confirming the Award and specifying, inter alia, the matters as stated above.

(f) Operation of the Wee Hur PSP

Subject to the prevailing legislation and the rules of the Listing Manual of SGXST, the Company will have the flexibility to deliver shares and/or cash payment to participants upon vesting of their Awards by way of:

(i) an issue of new shares; and/or

(ii) the transfer of treasury shares; and/or

(iii) payment of the Equivalent Value in Cash (after deduction of any applicable taxes).

The "Equivalent Value in Cash" to be paid to a participant in lieu of the shares to be issued or transferred upon the release of an Award, shall be calculated in accordance with the following formula:

$A = B \times C$

6. Performance Share Plan (cont'd)

Wee Hur Performance Share Plan (cont'd)

(f) Operation of the Wee Hur PSP (cont'd)

Where:

A is the Equivalent Value in Cash to be paid to the participant in lieu of all or some of the shares to be issued or transferred upon the release of an Award;

B is equal to the average closing prices of shares on SGXST on each of the five consecutive market days on which transactions in shares were recorded immediately preceding the date on which an Award is released in accordance with the Rules of the Wee Hur PSP; and

C is such number of shares (as determined by the Committee in its sole and absolute discretion) to be issued or transferred to a participant upon the release of an Award in accordance with the Rules of the Wee Hur PSP.

(g) Duration of the Wee Hur PSP

The Wee Hur PSP shall continue to be in operation at the discretion of the Committee, subject to a maximum duration of ten years commencing from its adoption by shareholders at the EGM, provided always that the Wee Hur PSP may continue beyond the above stipulated period with the approval of the shareholders by ordinary resolution in general meeting and of any relevant authorities which may then be required.

The Wee Hur PSP may be terminated at any time by the Committee or by resolution of the Company in general meeting subject to all relevant approvals which may be required, and if the Wee Hur PSP is so terminated, no further Awards shall be offered by the Company hereunder.

During the reporting year, no Awards have been granted to eligible participants.

7. Bonus Shares and Warrants

On 10 November 2010, the Company announced a proposed Bonus Issue of up to 240,779,250 Bonus Shares with up to 240,779,250 Bonus Warrants on the basis of one (1) Bonus Share with one (1) Bonus Warrant for every two (2) existing shares held by shareholders as at the Books Closure Date, fractional entitlements to be disregarded.

The Bonus Issue by the Company constitute an event which will require adjustments to be made to the number and the 2009 Exercise Price of the Warrants 2012 pursuant to the terms and conditions of the Warrants 2012 set out in the 2009 Deed Poll.

The adjustments to the Warrants 2012 was disclosed in the Directors' Report for the reporting year ended 31 December 2010.

8. Share Capital and Warrants

Subsequently, the Company allotted and issued 215,886,166 of both new ordinary shares and Warrants 2014 on 23 February 2011. In the reporting year 2009, the Company issued 160,519,500 warrants in connection with a renounceable non-underwritten rights issue of warrants.

On 22 February 2011, 24,892,936 Bonus Warrants were issued to the Warrants 2012 at exercise price of $0.20 per share.

At end of the reporting year, details of the unissued ordinary shares of the Company under warrant are as follows:

Date of issue	Warrants outstanding at 01.01.2012	Warrants issued	Warrants exercised	Warrants expired	Warrants outstanding at 31.12.2012	Date of expiration
28.10.2009	73,370,077	–	72,903,030	467,047	–	25.10.2012*
23.02.2011	215,873,166	–	22,034,607	–	193,838,559	22.02.2014

* The expiry date of Warrants 2012 on 27.10.2012 has been changed to 25.10.2012 in the announcement being released on 25.09.2012

Each warrant entitles the warrant holder to subscribe for one (1) new ordinary share in the Company at the exercise price of $0.20 or $0.25 per share, on the basis of one (1) warrant for every two (2) existing shares held by entitled shareholders as at the Books Closure Date, fractional entitlements to be disregarded. The warrants do not entitle the holders of the warrants by virtue of such holdings to any share issue of any other company. During the reporting year, the Company issued 94,937,637 ordinary shares made up of 72,903,030 ordinary shares at $0.20 each and 22,034,607 ordinary shares at $0.25 each, respectively to existing shareholders pursuant to the exercise of warrants as disclosed above.

These new shares will rank pari passu in all respects with the then existing ordinary share save for any dividends, rights, allotment or other distributions, the record date for which is on or before the relevant exercise date of the warrants. Warrants 2012 issued on 28 October 2009 have expired on 25 October 2012 with 467,047 warrants lapsed for conversion.

During the reporting year, the Company purchased 13,214,000 shares by way of on market purchase on the SGXST, pursuant to the renewal of Share Purchase Mandate. There are 16,671,000 treasury shares as at 31 December 2012.

9. Audit Committee

The members of the audit committee at the date of this report are as follows:

Teo Choon Kow @ William Teo (Chairman of audit committee)
Wong Kwan Seng Robert (Independent Director)
Goh Yew Gee (Non-Executive Director)

The audit committee performs the functions specified by section 201B(5) of the Act. Among other functions, it performed the following:

- Reviewed with the independent external auditor their audit plan;
- Reviewed with the independent external auditor their evaluation of the Company's internal accounting controls, and their report on the financial statements and the assistance given by the Company's officers to them;
- Reviewed with the internal auditor the scope and results of the internal audit procedures;
- Reviewed the financial statements of the Group and the Company prior to their submission to the Directors of the Company for adoption; and
- Reviewed the interested person transactions (as defined in Chapter 9 of the Listing Manual of SGX).

9. Audit Committee (cont'd)

Other functions performed by the audit committee are described in the report on corporate governance included in the annual report. It also includes an explanation on how independent auditor's objectivity and independence is safeguarded where the independent auditor provide non-audit services.

The audit committee has recommended to the Board of Directors that the independent auditor, RSM Chio Lim LLP, be nominated for re-appointment as independent auditor at the next Annual General Meeting of the Company.

10. Independent Auditor

The independent auditor, RSM Chio Lim LLP, have expressed their willingness to accept re-appointment.

11. Subsequent Developments

There are no significant developments subsequent to the release of the Group's and Company's preliminary financial statements, as announced on 28 February 2013, which would materially affect the Group's and Company's operating and financial performance as of the date of this report.

On behalf of the Board of Directors

Goh Yeow Lian
Director

Goh Yew Tee
Director

2 April 2013

Statement By Directors

In the opinion of the Directors,

(a) the accompanying consolidated statement of profit or loss and other comprehensive income, statements of financial position, statements of changes in equity, consolidated statement of cash flows, and notes thereto 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 December 2012 and of the results and cash flows of the Group and changes in equity of the Company and of the Group for the reporting year then ended; 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.

The Board of Directors approved and authorised these financial statements for issue.

On behalf of the Board of Directors

Goh Yeow Lian
Director

Goh Yew Tee
Director

2 April 2013

Independent Auditor's Report

To the Members of Wee Hur Holdings Ltd. (Company Registration No. 200619510K)

Report on the Financial Statements

We have audited the accompanying financial statements of Wee Hur Holdings Ltd. (the "Company") and its subsidiaries (the "Group"), which comprise the consolidated statement of financial position of the Group and the statement of financial position of the Company as at 31 December 2012, and the consolidated statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows of the Group and statement of changes in equity of the Company for the reporting year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation of the financial statements that give a true and fair view in accordance with the provisions of the Companies Act, Chapter 50 (the "Act") and Singapore Financial Reporting Standards, and for devising and maintaining a system of internal accounting controls sufficient to provide a reasonable assurance that assets are safeguarded against loss from unauthorised use or disposition; and transactions are properly authorised and that they are recorded as necessary to permit the preparation of true and fair consolidated statement of profit or loss and other comprehensive income and statements of financial position and to maintain accountability of assets.

Auditor's Responsibility

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

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the consolidated financial statements of the Group and the statement of financial position and statement of changes in equity of the Company are properly drawn up in accordance with the provisions of the Act and Singapore Financial Reporting Standards so as to give a true and fair view of the state of affairs of the Group and of the Company as at 31 December 2012 and of the results, changes in equity and cash flows of the Group and the changes in equity of the Company for the reporting year ended on that date.

Independent Auditor's Report

To the Members of Wee Hur Holdings Ltd. (Company Registration No. 200619510K)

Report on Other Legal and Regulatory Requirements

In our opinion, the accounting and other records required by the Act to be kept by the Company and by those subsidiaries incorporated in Singapore of which we are the auditor have been properly kept in accordance with the provisions of the Act.

RSM Chio Lim LLP
Public Accountants and
Certified Public Accountants
Singapore

2 April 2013

Partner in charge of audit: Derek How Beng Tiong
Effective from year ended 31 December 2011

Consolidated Statement of Profit or Loss and Other Comprehensive Income

For the reporting year ended 31 December 2012

		Group	
	Notes	2012	2011
		$'000	$'000
Revenue	4	465,739	189,675
Cost of Work Done		(321,483)	(163,581)
Gross Profit		144,256	26,094
Other Items of Income			
Interest Income		152	117
Rental Income		228	131
Other Credits	5	1,192	674
Other Items of Expenses			
Marketing and Distribution Costs	6	(9,439)	(5,493)
Administrative Expenses	7	(25,001)	(9,225)
Finance Costs	8	(31)	(31)
Other Charges	5	(67)	(7)
Profit Before Tax from Continuing Operations		111,290	12,260
Income Tax Expense	10	(18,377)	(1,382)
Profit from Continuing Operations, Net of Tax		92,913	10,878
Other Comprehensive Income for the Year, Net of Tax		–	–
Total Comprehensive Income		92,913	10,878
Profit Attributable to Owners of the Parent, Net of Tax		95,660	11,109
Loss Attributable to Non-Controlling Interests, Net of Tax		(2,747)	(231)
Profit, Net of Tax		92,913	10,878
Total Comprehensive Income Attributable to Owners of the Parent		95,660	11,109
Total Comprehensive Loss Attributable to Non-Controlling Interests		(2,747)	(231)
Total Comprehensive Income		92,913	10,878
Earnings Per Share			
Earnings per Share Currency Unit		Cents	Cents
Basic	12	14.01	1.82
Diluted	12	13.23	1.66

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

Statement of Financial Position

As at 31 December 2012

	Notes	Group 2012	Group 2011	Company 2012	Company 2011
		$'000	$'000	$'000	$'000
ASSETS					
Non-Current Assets					
Property, Plant and Equipment, Total	13	15,016	10,363	–	–
Investment Properties	14	–	–	–	–
Investment in Subsidiaries	15	–	–	17,714	17,714
Deferred Tax Assets	10C	3,706	1,103	–	–
Other Receivables, Non-Current	18A	–	–	11,554	11,036
Total Non-Current Assets		18,722	11,466	29,268	28,750
Current Assets					
Development Properties	16	254,602	176,406	–	–
Asset Classified as Held for Sale	17	–	3,882	–	3,882
Trade and Other Receivables, Current	18B	62,535	42,153	28,103	56,559
Other Assets, Current	19	64,466	41,609	20	21
Cash and Cash Equivalents	20	200,982	115,994	97,679	9,568
Total Current Assets		582,585	380,044	125,802	70,030
Total Assets		601,307	391,510	155,070	98,780
EQUITY AND LIABILITIES					
Equity Attributable to Owners of the Parent					
Share Capital	22	77,870	60,967	77,870	60,967
Retained Earnings		105,750	23,948	31,765	14,508
Warrants Reserve	23	(77)	502	(77)	502
Equity, Attributable to Owners of the Parent, Total		183,543	85,417	109,558	75,977
Non-Controlling Interests		(2,112)	3,735	–	–
Total Equity		181,431	89,152	109,558	75,977
Non-Current Liabilities					
Other Financial Liabilities, Non-Current	25	120,831	12,449	–	–
Total Non-Current Liabilities		120,831	12,449	–	–
Current Liabilities					
Income Tax Payable, Current		21,356	5,531	86	6
Trade and Other Payables, Current	27	154,671	83,903	45,426	22,797
Other Financial Liabilities, Current	25	9,397	59,395	–	–
Other Liabilities, Current	28	9,328	995	–	–
Progress Billings Received and Receivables	16	104,293	140,085	–	–
Total Current Liabilities		299,045	289,909	45,512	22,803
Total Liabilities		419,876	302,358	45,512	22,803
Total Equity and Liabilities		601,307	391,510	155,070	98,780

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

Statement Of Changes in Equity

For the reporting year ended 31 December 2012

	Total Equity	Attributable to Parent Sub-Total	Share Capital	Retained Earnings	Warrants Reserve	Non-Controlling Interests
	$'000	$'000	$'000	$'000	$'000	$'000
Group						
Current Year:						
Opening Balance at 1 January 2012	89,152	85,417	60,967	23,948	502	3,735
Movements in Equity:						
Total Comprehensive Income for the Year	92,913	95,660	–	95,660	–	(2,747)
Transfer	–	–	–	3	(3)	–
Share Buyback	(3,682)	(3,682)	(3,682)	–	–	–
Non-Controlling Interests adjustment due to increase in Investment in Subsidiaries	350	–	–	–	–	350
Dividends Paid (Note 11)	(17,311)	(13,861)	–	(13,861)	–	(3,450)
Exercise of Warrants (net of issue expenses)	20,009	20,009	20,585	–	(576)	–
Closing Balance at 31 December 2012	181,431	183,543	77,870	105,750	(77)	(2,112)

	Total Equity	Attributable to Parent Sub-Total	Share Capital	Retained Earnings	Warrants Reserve	Merger Deficit	Non-Controlling Interests
	$'000	$'000	$'000	$'000	$'000	$'000	$'000
Group							
Previous Year:							
Opening Balance at 1 January 2011	80,008	76,042	49,487	25,874	791	(110)	3,966
Movements in Equity:							
Total Comprehensive Income for the Year	10,878	11,109	–	11,109	–	–	(231)
Transfer	–	–	–	(110)	–	110	–
Share Buyback	(892)	(892)	(892)	–	–	–	–
Dividends Paid (Note 11)	(12,925)	(12,925)	–	(12,925)	–	–	–
Exercise of Warrants (net of issue expenses)	12,083	12,083	12,372	–	(289)	–	–
Closing Balance at 31 December 2011	89,152	85,417	60,967	23,948	502	–	3,735

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

Statement Of Changes in Equity

For the reporting year ended 31 December 2012

	Total Equity $'000	Share Capital $'000	Retained Earnings $'000	Warrants Reserve $'000
<u>**Company**</u>				
Current Year:				
Opening Balance at 1 January 2012	75,977	60,967	14,508	502
Movements in Equity:				
Total Comprehensive Income for the Year	31,115	–	31,115	–
Transfer	–	–	3	(3)
Share Buyback	(3,682)	(3,682)	–	–
Dividends Paid (Note 11)	(13,861)	–	(13,861)	–
Exercise of Warrants (net of issue expenses)	20,009	20,585	–	(576)
Closing Balance at 31 December 2012	109,558	77,870	31,765	(77)
Previous Year:				
Opening Balance at 1 January 2011	68,350	49,487	18,072	791
Movements in Equity:				
Total Comprehensive Income for the Year	9,361	–	9,361	–
Share Buyback	(892)	(892)	–	–
Dividends Paid (Note 11)	(12,925)	–	(12,925)	–
Exercise of Warrants (net of issue expenses)	12,083	12,372	–	(289)
Closing Balance at 31 December 2011	75,977	60,967	14,508	502

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

Consolidated Statement of Cash Flows

For the reporting year ended 31 December 2012

	Group	
	2012	2011
	$'000	$'000
Cash Flows From Operating Activities		
Profit Before Tax	111,290	12,260
Adjustments for:		
Interest Income	(152)	(117)
Interest Expense	31	31
Depreciation of Property, Plant and Equipment	4,073	1,382
Depreciation of Investment Properties	–	66
Plant and Equipment Written Off	2	–
(Gain)/Loss on Disposal of Plant and Equipment	(16)	7
Gain on Disposal of Investment Property	(568)	(467)
Operating Cash Flows Before Changes in Working Capital	114,660	13,162
Trade and Other Receivables, Current	(20,331)	8,583
Other Assets, Current	(27,396)	(34,929)
Development Properties	(70,372)	(18,550)
Progress Billings Received and Receivables	(35,792)	98,854
Trade and Other Payables, Current	32,875	24,500
Other Liabilities, Current	8,333	295
Net Cash Flows From Operations Before Tax	1,977	91,915
Income Taxes Paid	(5,154)	(1,669)
Net Cash Flows (Used in)/From Operating Activities	(3,177)	90,246
Cash Flows From Investing Activities		
Proceeds from Disposal of Plant and Equipment	16	–
Proceeds from Disposal of Investment Property	4,450	1,300
Purchase of Property, Plant and Equipment (Notes 13 and 20B)	(8,728)	(6,187)
Purchase of Investment Property	–	(13)
Interest Received	101	113
Net Cash Used in Investing Activities	(4,161)	(4,787)
Cash Flows From Financing Activities		
Proceeds from Exercise of Warrants	20,009	12,083
Purchase of Treasury Shares	(3,682)	(892)
Contribution from Non-Controlling Interests	350	–
Dividends Paid	(17,311)	(12,925)
Interest Paid	(3,243)	(1,371)
Finance Lease Repayments	(75)	(48)
Cash Restricted in Use	2,061	(3,682)
Increase from New Borrowings	164,458	–
Decrease in Borrowings	(106,000)	(27,060)
Related Parties Loans	37,820	(2,206)
Net Cash Flows From/(Used in) Financing Activities	94,387	(36,101)
Net Increase in Cash and Cash Equivalents	87,049	49,358
Cash and Cash Equivalents, Consolidated Statement of Cash Flows, Beginning Balance	110,266	60,908
Cash and Cash Equivalents, Consolidated Statement of Cash Flows, Ending Balance (Note 20A)	197,315	110,266

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

Notes To The Financial Statements

For the reporting year ended 31 December 2012

1. General

The Company is incorporated in Singapore with limited liability. The financial statements are presented in Singapore dollar and they cover the Company (referred as "parent") and the subsidiaries.

The Board of Directors approved and authorised these financial statements for issue on the date of the Statement by Directors.

The Company is an investment holding company. It is listed on the Singapore Exchange Securities Trading Limited.

The registered office is: 39 Kim Keat Road, Wee Hur Building, Singapore 328814. The Company is situated in Singapore.

The subsidiaries held by the Company and the Group are listed in Note 15 below. The principal activities of the subsidiaries are described therein.

2. Summary of Significant Accounting Policies

Accounting Convention

The financial statements have been prepared in accordance with the Singapore Financial Reporting Standards ("FRS") and the related Interpretations to FRS ("INT FRS") as issued by the Singapore Accounting Standards Council and the Act. The financial statements are prepared on a going concern basis under the historical cost convention except where an FRS requires an alternative treatment (such as fair values) as disclosed where appropriate in these financial statements. Other comprehensive income comprises items of income and expenses (including reclassification adjustments) that are not recognised in the income statement, as required or permitted by FRS. Reclassification adjustments are amounts reclassified to profit or loss in the income statement in the current period that were recognised in other comprehensive income in the current or previous periods.

Basis of Presentation

The consolidated financial statements include the financial statements made up to the end of the reporting year of the Company and all of its directly and indirectly controlled subsidiaries. The consolidated financial statements are the financial statements of the Group presented as those of a single economic entity and are prepared using uniform accounting policies for like transactions and other events in similar circumstances. All significant intragroup balances and transactions, including profit or loss and other comprehensive income items and dividends are eliminated on consolidation. The results of any subsidiary acquired or disposed off during the reporting year are accounted for from the respective dates of acquisition or up to the date of disposal which is the date on which effective control is obtained of the acquired business until that control ceases.

Changes in the Group's ownership interest in a subsidiary that do not result in the loss of control are accounted for within equity as transactions with owners in their own capacity as owners. The carrying amounts of the Group's and non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiary. When the Group loses control of a subsidiary, it derecognises the assets and liabilities and related equity components of the former subsidiary.

Any gain or loss is recognised in profit or loss. Any investment retained in the former subsidiary is measured at its fair value at the date when control is lost and is subsequently accounted as available-for-sale financial assets in accordance with FRS 39.

The Company's financial statements have been prepared on the same basis, and as permitted by the Act, no statement of income is presented for the Company.

2. Summary of Significant Accounting Policies (cont'd)

Basis of Preparation of the Financial Statements

The preparation of financial statements in conformity with generally accepted accounting principles requires the management to make 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 revenues and expenses during the reporting year. Actual results could differ from those estimates. The estimates and assumptions are reviewed on an ongoing basis. Apart from those involving estimations, management has made judgements in the process of applying the entity's accounting policies. The areas requiring management's most difficult, subjective or complex judgements, or areas where assumptions and estimates are significant to the financial statements, are disclosed at the end of this footnote, where applicable.

Revenue Recognition

The revenue amount is the fair value of the consideration received or receivable from the gross inflow of economic benefits during the reporting year arising from the course of the ordinary activities of the entity and it is shown net of any related sales taxes, estimated returns and rebates.

Revenue from residential development properties

INT FRS 115 (Agreement for the Construction of Real Estate) clarifies when revenue and related expenses from a sale of real estate unit should be recognised if an agreement between a developer and a buyer is reached before the construction of real estate is completed. INT FRS 115 determines that contracts can only be accounted for using the percentage of completion method if the entity continuously transfers to the buyer control and the significant risks and rewards of ownership of the work-in-progress in its current state as construction progresses.

Revenue and cost on the sale of residential development properties that meets the conditions stated under INT FRS 115 are recognised using the stage of completion method. The amount brought into the financial statements is the profits attributable to each sale contracts signed but only to the extent that it relates to the stage of completion as certified by the independent architects or quantity surveyors for the individual units sold. When losses are expected, full provision is made in the financial statements after adequate consideration has been made for estimated costs to completion. Developments are considered complete upon the issue of Temporary Occupation Permits.

Revenue from commercial and industrial development properties

Revenue and cost on the sale of commercial and industrial development properties are recognised using the completed contract method instead of the stage of completion method.

Revenue from construction contracts

When the outcome of a construction contract can be estimated reliably, the contract revenue and contract costs associated with the contract are recognised in profit or loss by reference to the stage of completion of the contract activity at the end of the reporting year using the proportion that contract costs incurred for work performed to date bear to the estimated total contract costs method except where this would not be representative of the stage of completion. Contract costs consist of costs that relate directly to the specific project, costs that are attributable to contract activity in general and can be allocated to the project and such other costs as are specifically chargeable to the customer under the terms of the contract. Variations in contract work, claims and incentive payments are included to the extent that they have been agreed with the customer. The stage of completion method relies on estimates of total expected contract revenue and costs, as well as dependable measurement of the progress made towards completing a particular project. Recognised revenues and profits are subject to revisions during the project in the event that the assumptions regarding the overall project outcome are revised. The cumulative impact of a revision in estimates is recorded in the period such revisions become likely and estimable. When it is probable that total contract costs will exceed total contract revenue, the expected loss is recognised as an expense immediately. The work-in-progress projects have operating cycles longer than one year. The management includes in current assets amounts relating to the contracts realisable over a period in excess of one year.

2. Summary of Significant Accounting Policies (cont'd)

Interest income

Interest income is recognised using effective interest rate method.

Rental income

Rental income is recognised on a time-proportion basis that takes into account the effective yield on the asset on a straight-line basis over the lease terms.

Dividend income

Dividend from equity instruments is recognised as income when the entity's right to receive payment is established.

Development Properties

Development properties are properties being constructed or developed for sale. The cost of properties under development comprises specifically identified costs, including land acquisition costs, development expenditure, borrowing costs and other related expenditure. Borrowing costs payable on loans funding a development property are also capitalised, on a specific identification basis, as part of the cost of the development property until the completion of development. The cumulative impact of a revision in estimates is recorded in the period such revisions become likely and estimable.

1. Unsold development properties — Development properties that are unsold are carried at the lower of cost and net realisable value. Net realisable value is the estimated selling price in the ordinary course of business less cost to complete the development and selling expenses.

2. Sold development properties — Revenue and costs on development properties that have been sold are recognised using the stage of completion method under FRS 11 or the completed contract method under FRS 18. When it is probable that cost of development property will exceed sale proceeds of the development property, the expected loss is recognised as an expense immediately.

The development properties in progress have operating cycles longer than one year. The management includes in current assets amounts relating to the development properties in progress realisable over a period in excess of one year.

Employee Benefits

Contributions to defined contribution retirement benefit plans are recorded as an expense as they fall due. The entity's legal or constructive obligation is limited to the amount that it agrees to contribute to an independently administered fund which is the Central Provident Fund in Singapore (a government managed retirement benefit plan). For employee leave entitlement the expected cost of short-term employee benefits in the form of compensated absences is recognised in the case of accumulating compensated absences, when the employees render service that increases their entitlement to future compensated absences; and in the case of non-accumulating compensated absences, when the absences occur. A liability for bonuses is recognised where the entity is contractually obliged or where there is constructive obligation based on past practice.

2. Summary of Significant Accounting Policies (cont'd)

Income Tax

The income taxes are accounted using the asset and liability method that requires the recognition of taxes payable or refundable for the current year and deferred tax liabilities and assets for the future tax consequence of events that have been recognised in the financial statements or tax returns. The measurements of current and deferred tax liabilities and assets are based on provisions of the enacted or substantially enacted tax laws; the effects of future changes in tax laws or rates are not anticipated. Income tax expense represents the sum of the tax currently payable and deferred tax. Current and deferred income taxes are recognised as income or as an expense in profit or loss unless the tax relates to items that are recognised in the same or a different period outside profit or loss. For such items recognised outside profit or loss the current tax and deferred tax are recognised (a) in other comprehensive income if the tax is related to an item recognised in other comprehensive income; and (b) directly in equity if the tax is related to an item recognised directly in equity. Deferred tax assets and liabilities are offset when they relate to income taxes levied by the same income tax authority.

The carrying amount of deferred tax assets is reviewed at the end of each reporting year and is reduced, if necessary, by the amount of any tax benefits that, based on available evidence, are not expected to be realised. A deferred tax amount is recognised for all temporary differences, unless the deferred tax amount arises from the initial recognition of an asset or liability in a transaction which (i) is not a business combination; and (ii) at the time of the transaction, affects neither accounting profit nor taxable profit (tax loss).

Foreign Currency Transactions

The functional currency is the Singapore dollar as it reflects the primary economic environment in which the entity operates. Transactions in foreign currencies are recorded in the functional currency at the rates ruling at the dates of the transactions. At each end of the reporting year, recorded monetary balances and balances measured at fair value that are denominated in non-functional currencies are reported at the rates ruling at the end of the reporting year and fair value dates respectively. All realised and unrealised exchange adjustment gains and losses are dealt with in profit or loss except when recognised in other comprehensive income and if applicable deferred in equity such as for qualifying cash flow hedges. The presentation is in the functional currency.

Borrowing Costs

All borrowing costs that are interest and other costs incurred in connection with the borrowing of funds. Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset that necessarily take a substantial period of time to get ready for their intended use or sale are capitalised as part of the cost of that asset until substantially all the activities necessary to prepare the qualifying asset for its intended use or sale are complete. Other borrowing costs are recognised as an expense in the period in which they are incurred. The interest expense is calculated using the effective interest rate method.

Investment Properties

Investment property is property owned or held under a finance lease to earn rentals or for capital appreciation or both, rather than for use in the production or supply of goods or services or for administrative purposes or sale in the ordinary course of business. It includes an investment property in the course of construction. After initial recognition at cost including transaction costs, the cost model is used to measure the investment property using the treatment for property, plant and equipment, that is, at cost less any accumulated depreciation and any accumulated impairment losses. An investment property that meets the criteria to be classified as held for sale is carried at the lower of carrying amount and fair value less costs to sell. For disclosure purposes, the fair values are determined periodically on a systematic basis at least once yearly by management.

2. Summary of Significant Accounting Policies (cont'd)

Subsidiaries

A subsidiary is an entity including unincorporated and special purpose entity that is controlled by the Group. Control is the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities accompanying a shareholding of more than one half of the voting rights or the ability to appoint or remove the majority of the members of the Board of Directors or to cast the majority of votes at meetings of the Board of Directors. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether the Group controls another entity.

In the Company's own separate financial statements, an investment in a subsidiary is accounted for at cost less any allowance for impairment in value. Impairment loss recognised in profit or loss for a subsidiary is reversed 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 and the net book value of the investment in a subsidiary is not necessarily indicative of the amount that would be realised in a current market.

Business Combinations

Business combinations are accounted for by applying the acquisition method. There were none during the reporting year.

Non-Controlling Interests

The non-controlling interests in the net assets and net results of a consolidated subsidiary are shown separately in the appropriate components of the consolidated financial statements. For each business combination, any non-controlling interest in the acquiree (subsidiary) is initially measured either at fair value or at the non-controlling interest's proportionate share of the acquiree's identifiable net assets. Where the non-controlling interest is measured at fair value, the valuation techniques and key model inputs used are disclosed in the relevant note. Profit or loss and each component of other comprehensive income are attributed to the owners of the parent and to the non-controlling interests. Total comprehensive income is attributed to the owners of the parent and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.

Property, Plant and Equipment

Depreciation is provided on a straight-line basis to allocate the gross carrying amounts of the assets less their residual values over their estimated useful lives of each part of an item of these assets. The annual rates of depreciation are as follows:

	2012	**2011**
Leasehold property	9%	9%
Furniture	20%	20%
Renovation and air-conditioners	20%	20%
Equipment and machinery	20% and 100%	10%
Motor vehicles	10%	10%
Computers	100%	100%

An asset is depreciated when it is available for use until it is derecognised even if during that period the item is idle. Fully depreciated assets still in use are retained in the financial statements.

Property, plant and equipment are carried at cost on initial recognition and after initial recognition at cost less any accumulated depreciation and any accumulated impairment losses. The gain or loss arising from the derecognition of an item of property, plant and equipment is determined as the difference between the net disposal proceeds, if any, and the carrying amount of the item and is recognised in profit or loss. The residual value and the useful life of an asset is reviewed at least at the end of each reporting year and, if expectations differ significantly from previous estimates, the changes are accounted for as a change in an accounting estimate, and the depreciation charges for the current and future periods are adjusted.

2. Summary of Significant Accounting Policies (cont'd)

Property, Plant and Equipment (cont'd)

Cost also includes acquisition cost, borrowing cost capitalised and any cost directly attributable to bringing the asset or component to the location and condition necessary for it to be capable of operating in the manner intended by management. Subsequent costs are recognised as an asset only when it is probable that future economic benefits associated with the item will flow to the entity and the cost of the item can be measured reliably. All other repairs and maintenance are charged to profit or loss when they are incurred.

During the reporting year, the useful lives of certain assets were revised. As a result of this review, the estimated useful lives of certain assets have been reduced to "20% and 100%" from "10%".

The revisions were accounted for prospectively as a change in accounting estimate and accordingly, the depreciation charges of the Group for the current reporting year have been increased by $2,554,000.

Leases

Whether an arrangement is, or contains, a lease, it is based on the substance of the arrangement at the inception date, that is, whether (a) fulfilment of the arrangement is dependent on the use of a specific asset or assets (the asset); and (b) the arrangement conveys a right to use the asset. Leases are classified as finance leases if substantially all the risks and rewards of ownership are transferred to the lessee. All other leases are classified as operating leases. At the commencement of the lease term, a finance lease is recognised as an asset and as a liability in the statement of financial position at amounts equal to the fair value of the leased asset or, if lower, the present value of the minimum lease payments, each determined at the inception of the lease. The discount rate used in calculating the present value of the minimum lease payments is the interest rate implicit in the lease, if this is practicable to determine, the lessee's incremental borrowing rate is used. Any initial direct costs of the lessee are added to the amount recognised as an asset.

The excess of the lease payments over the recorded lease liability are treated as finance charges which are allocated to each reporting year during the lease term so as to produce a constant periodic rate of interest on the remaining balance of the liability. Contingent rents are charged as expenses in the reporting years in which they are incurred. The assets are depreciated as owned depreciable assets. Leases where the lessor effectively retains substantially all the risks and benefits of ownership of the leased assets are classified as operating leases. For operating leases, lease payments are recognised as an expense in profit or loss on a straight-line basis over the term of the relevant lease unless another systematic basis is representative of the time pattern of the user's benefit, even if the payments are not on that basis. Lease incentives received are recognised in profit or loss as an integral part of the total lease expenses. Rental income from operating leases is recognised in profit or loss on a straight-line basis over the term of the relevant lease unless another systematic basis is representative of the time pattern of the user's benefit, even if the payments are not on that basis. Initial direct cost incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised on a straight-line basis over the lease term.

Impairment of Non-Financial Assets

Irrespective of whether there is any indication of impairment, an annual impairment test is performed at the same time every year on an intangible asset with an indefinite useful life or an intangible asset not yet available for use. The carrying amount of other non-financial assets is reviewed at each end of the reporting year for indications of impairment and where an asset is impaired, it is written down through profit or loss to its estimated recoverable amount. The impairment loss is the excess of the carrying amount over the recoverable amount and is recognised in profit or loss. The recoverable amount of an asset or a cash-generating unit is the higher of its fair value less costs to sell and its value in use. When the fair value less costs to sell method is used, any available recent market transactions are taken into consideration. When the value in use method is adopted, in assessing the 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. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). At each end of the reporting year, non-financial assets other than goodwill with impairment loss recognised in prior periods are assessed for possible reversal of the impairment. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

2. Summary of Significant Accounting Policies (cont'd)

Financial Assets

Initial recognition, measurement and derecognition:

A financial asset is recognised on the statement of financial position when, and only when, the entity becomes a party to the contractual provisions of the instrument. The initial recognition of financial assets is at fair value normally represented by the transaction price. The transaction price for financial asset not classified at fair value through profit or loss includes the transaction costs that are directly attributable to the acquisition or issue of the financial asset. Transaction costs incurred on the acquisition or issue of financial assets classified at fair value through profit or loss are expensed immediately. The transactions are recorded at the trade date.

Irrespective of the legal form of the transactions performed, financial assets are derecognised when they pass the "substance over form" based on the derecognition test prescribed by FRS 39 relating to the transfer of risks and rewards of ownership and the transfer of control.

Subsequent measurement:

Subsequent measurement based on the classification of the financial assets in one of the following four categories under FRS 39 is as follows:

1. Financial assets at fair value through profit or loss: As at end of the reporting year, there were no financial assets classified in this category.

2. Loans and receivables: Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Assets that are for sale immediately or in the near term are not classified in this category. These assets are carried at amortised costs using the effective interest method (except that short-duration receivables with no stated interest rate are normally measured at original invoice amount unless the effect of imputing interest would be significant) minus any reduction (directly or through the use of an allowance account) for impairment or uncollectibility. Impairment charges are provided only when there is objective evidence that an impairment loss has been incurred as a result of one or more events that occurred after the initial recognition of the asset (a "loss event") and that loss event (or events) has an impact on the estimated future cash flows of the financial asset or group of financial assets that can be reliably estimated. The methodology ensures that an impairment loss is not recognised on the initial recognition of an asset. Losses expected as a result of future events, no matter how likely, are not recognised. For impairment, the carrying amount of the asset is reduced through use of an allowance account. The amount of the loss is recognised in profit or loss. An impairment loss is reversed if the reversal can be related objectively to an event occurring after the impairment loss was recognised. Typically, the trade and other receivables are classified in this category.

3. Held-to-maturity financial assets: As at end of the reporting year, there were no financial assets classified in this category.

4. Available-for-sale financial assets: As at end of the reporting year, there were no financial assets classified in this category.

Cash and Cash Equivalents

Cash and cash equivalents include bank and cash balances, on demand deposits and any highly liquid debt instruments purchased with an original maturity of three months or less. For the statement of cash flows, the item includes cash and cash equivalents less cash subject to restriction and bank overdrafts payable on demand that form an integral part of cash management. Other financial assets and financial liabilities at fair value through profit or loss are presented within the section on operating activities as part of changes in working capital in the statement of cash flows.

2. Summary of Significant Accounting Policies (cont'd)

Financial Liabilities

Initial recognition, measurement and derecognition:

A financial liability is recognised on the statement of financial position when, and only when, the entity becomes a party to the contractual provisions of the instrument and it is derecognised when the obligation specified in the contract is discharged or cancelled or expires. The initial recognition of financial liability is at fair value normally represented by the transaction price. The transaction price for financial liability not classified at fair value through profit or loss includes the transaction costs that are directly attributable to the acquisition or issue of the financial liability. Transaction costs incurred on the acquisition or issue of financial liability classified at fair value through profit or loss are expensed immediately. The transactions are recorded at the trade date. Financial liabilities including bank and other borrowings are classified as current liabilities unless there is an unconditional right to defer settlement of the liability for at least 12 months after the end of the reporting year.

Subsequent measurement:

Subsequent measurement based on the classification of the financial liabilities in one of the following two categories under FRS 39 is as follows:

1. Liabilities at fair value through profit or loss: Liabilities are classified in this category when they are incurred principally for the purpose of selling or repurchasing in the near term (trading liabilities) or are derivatives (except for a derivative that is a designated and effective hedging instrument) or have been classified in this category because the conditions are met to use the "fair value option" and it is used. Financial guarantee contracts, if significant, are initially recognised at fair value and are subsequently measured at the greater of (a) the amount determined in accordance with FRS 37; and (b) the amount initially recognised less, where appropriate, cumulative amortisation recognised in accordance with FRS 18. All changes in fair value relating to liabilities at fair value through profit or loss are charged to profit or loss as incurred.

2. Other financial liabilities: All liabilities, which have not been classified as in the previous category, fall into this residual category. These liabilities are carried at amortised cost using the effective interest method. Trade and other payables and borrowings are usually classified in this category. Items classified within current trade and other payables are not usually re-measured, as the obligation is usually known with a high degree of certainty and settlement is short-term.

Fair Value of Financial Instruments

The carrying values of current financial instruments approximate their fair values due to the short-term maturity of these instruments and the disclosures of fair value are not made when the carrying amount of current financial instruments is a reasonable approximation of the fair value. The fair values of non-current financial instruments may not be disclosed separately unless there are significant differences at the end of the reporting year and in the event the fair values are disclosed in the relevant notes. The fair value of a financial instrument is derived from an active market or by using an acceptable valuation technique. The appropriate quoted market price for an asset held or liability to be issued is usually the current bid price without any deduction for transaction costs that may be incurred on sale or other disposal and, for an asset to be acquired or liability held, the asking price. If there is no market, or the markets available are not active, the fair value is established by using an acceptable valuation technique. The fair value measurements are classified using a fair value hierarchy of 3 levels that reflects the significance of the inputs used in making the measurements, that is, Level 1 for the use of quoted prices (unadjusted) in active markets for identical assets or liabilities; Level 2 for the use of inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices); and Level 3 for the use of inputs for the asset or liability that are not based on observable market data (unobservable inputs). The level is determined on the basis of the lowest level input that is significant to the fair value measurement in its entirety. Where observable inputs that require significant adjustment based on unobservable inputs, that measurement is a Level 3 measurement. (The maximum exposure to credit risk is: the total of the fair value of the financial assets; the maximum amount the entity could have to pay if the guarantee is called on; and the full amount of any payable commitments at the end of the reporting year).

2. Summary of Significant Accounting Policies (cont'd)

Equity

Equity instruments are contracts that give a residual interest in the net assets of the Company. Ordinary shares are classified as equity. Equity instruments are recognised at the amount of proceeds received net of incremental costs directly attributable to the transaction. Dividends on equity are recognised as liabilities when they are declared. Interim dividends are recognised when declared by the Directors.

Treasury Shares

Where the Company reacquires its own equity instruments as treasury shares, the consideration paid, including any directly attributable incremental cost is deducted from equity attributable to the Company's owners until the shares are cancelled, reissued or disposed off. Where such shares are subsequently sold or reissued, any consideration received, net of any directly attributable incremental transaction costs and the related income tax effects, is included in equity attributable to the Company's owners and no gain or loss is recognised in profit or loss.

Provisions

A liability or provision is recognised when there is a present obligation (legal or constructive) 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. A provision is made using best estimates of the amount required in settlement and where the effect of the time value of money is material, the amount recognised is the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to passage of time is recognised as interest expense. Changes in estimates are reflected in profit or loss in the reporting year they occur.

Segment Reporting

The Group discloses financial and descriptive information about its reportable segments. Reportable segments are operating segments or aggregations of operating segments that meet specified criteria. Operating segments are components about which separate financial information is available that is evaluated regularly by the management decision maker in deciding how to allocate resources and in assessing the performance. Generally, financial information is reported on the same basis as is used internally for evaluating operating segment performance and deciding how to allocate resources to operating segments.

Assets Classified as Held for Sale

Identifiable assets, liabilities and contingent liabilities and any disposal groups are classified as held for sale if their carrying amount is to be recovered principally through a sale transaction rather than through continuing use. The sale is expected to qualify for recognition as a completed sale within one year from the date of classification, except as permitted by FRS 105 in certain circumstances. It can include a subsidiary acquired exclusively with a view to resale. Assets that meet the criteria to be classified as held for sale are measured at the lower of carrying amount and fair value less costs to sell and are presented separately on the face of the statement of financial position. Once an asset is classified as held for sale or included in a group of assets held for sale, no further depreciation or amortisation is recorded. Impairment losses on initial classification of the balances as held for sale are included in profit or loss, even when there is a revaluation. The same applies to gains and losses on subsequent remeasurement. The depreciation on depreciable assets is ceased.

Warrants

The proceeds received from the subscription price for the issue of warrants net of direct issue expenses are credited to the warrants reserve. As and when the warrants are exercised, the subscription price for the warrants exercised will be transferred from warrants reserve to share capital. Upon the expiry of the warrants, the balance of the warrants reserve representing the net proceeds from the issue of the warrants not exercised, will be transferred to retained earnings.

2. Summary of Significant Accounting Policies (cont'd)

Government Grants

A government grant is recognised at fair value when there is reasonable assurance that the conditions attaching to it will be complied with and that the grant will be received. A grant in recognition of specific expenses is recognised as income over the periods necessary to match them with the related costs that they are intended to compensate, on a systematic basis. A grant related to depreciable assets is allocated to income over the period in which such assets are used in the project subsidised by the grant. A government grant related to assets, including non-monetary grants at fair value, is presented in the statement of financial position. The interest saved from government loans is regarded as additional government grant.

Critical Judgements, Assumptions and Estimation Uncertainties

The critical judgements made in the process of applying the accounting policies that have the most significant effect on the amounts recognised in the financial statements and the key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the reporting year, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next reporting year are discussed below. These estimates and assumptions are periodically monitored to ensure they incorporate all relevant information available at the date when financial statements are prepared. However, this does not prevent actual figures differing from estimates.

Construction contracts:

For revenues recorded on the stage of completion basis, the stage of completion is determined by dividing the cumulative costs incurred as at end of the reporting period by the sum of incurred costs and anticipated costs for completing a contract. The stage of completion is then applied to the contract value to determine the cumulative revenue earned. This method of revenue recognition requires management to prepare cost estimates to complete contracts in progress, and in making such estimates, judgements are required to evaluate contingencies such as potential variances in scheduling, cost of materials, labour costs and productivity, the impact of change orders or liability claims. All known or anticipated losses based on these estimates are provided for in their entirety without regard to the stage of completion. Estimated revenues on contracts include future revenues from claims when such additional revenues can be reliably established. These estimates are based on management's business practices as well as its historical experience, and management regularly reviews underlying estimates of project profitability. Revenue from contracts is recognised on the stage of completion method where the outcome of the contract can be estimated reliably. Recognised revenues and profits are subject to revisions during the project in the event that the assumptions regarding the overall project outcome are revised. Current sales and profit estimates for projects may materially change due to the early stage of a long-term project, new technology, changes in the project scope, changes in costs, changes in timing, changes in customers' plans, realisation of penalties, and other corresponding factors.

Revenue from residential development properties:

Management uses surveys of work performed method to determine the stage of completion of the residential property under development. The stage of completion is applied on a cumulative basis in each accounting period to the current estimates of revenue and costs of residential development property. Changes in the estimate of revenue or costs, or the effect of a change in the estimate of the outcome of a residential development property could impact the amount of revenue and expenses recognised in profit or loss in the period in which the change is made and in subsequent periods. Such impact could potentially be significant. Significant judgement is required in estimating reasonable amounts of variation claims to be recognised as cost in project budgets and in determining if the Group has to make provisions for any potential liquidated damages exposure and other losses.

2. Summary of Significant Accounting Policies (cont'd)

Critical Judgements, Assumptions and Estimation Uncertainties (cont'd)

Provision for foreseeable losses on development properties:

The Group's accounting policy on development properties requires known or anticipated losses on the development projects to be provided for in the reporting year in which such losses are determined. Estimating such losses requires the Group to make an estimate of the expected selling price of the unsold development properties based on recent transactions or open market valuation of the unsold units. The Group also estimates the total development costs to determine the extent of the anticipated losses, if any. Changes in the estimated selling price of the development properties due to market conditions and revisions of the total estimated development costs will therefore impact the anticipated losses recognised, and therefore provision for foreseeable losses on development properties could be revised.

Allowance for doubtful trade receivables:

An allowance is made for doubtful trade receivables for estimated losses resulting from the subsequent inability of the customers to make required payments. If the financial conditions of the customers were to deteriorate, resulting in an impairment of their ability to make payments, additional allowances may be required in future periods. Management generally analyses trade receivables and analyses historical bad debts, customer concentrations, customer creditworthiness, and changes in customer payment terms when evaluating the adequacy of the allowance for doubtful trade receivables. To the extent that it is feasible impairment and uncollectibility is determined individually for each item. In cases where that process is not feasible, a collective evaluation of impairment is performed. At the end of the reporting year, the trade receivables carrying amount approximates the fair value and the carrying amounts might change materially within the next reporting year but these changes would not arise from assumptions or other sources of estimation uncertainty at the end of the reporting year. The carrying amount is disclosed in the note on trade and other receivables.

Income taxes:

The entity recognises tax liabilities and assets tax based on an estimation of the likely taxes due, which requires significant judgement as to the ultimate tax determination of certain items. Where the actual amount arising from these issues differs from these estimates, such differences will have an impact on income tax and deferred tax amounts in the period when such determination is made.

Management judgement is required in determining the amount of current and deferred tax recognised as income or expense and the extent to which deferred tax assets can be recognised. A deferred tax asset is recognised if it is more likely than not that sufficient taxable income will be available in the future against which the temporary differences and unused tax losses can be utilised. Management also considers future taxable income and tax planning strategies in assessing whether deferred tax assets should be recognised in order to reflect changed circumstances as well as tax regulations. As a result, due to their inherent nature, it is likely that deferred tax calculation relates to complex facts patterns for which assessments of likelihood are judgemental and not susceptible to precise determinations.

Property, plant and equipment:

There are property, plant and equipment stated at carrying value of approximately $15,016,000 (2011: $10,363,000) (Note 13). An assessment is made at each end of the reporting year whether there is any indication that the asset may be impaired. If any such indication exists, an estimate is made of the recoverable amount of the asset. The recoverable amounts of cash-generating units if applicable is determined based on the fair value less cost to sell method. It is impracticable to disclose the extent of the possible effects. It is reasonably possible, based on existing knowledge, that outcomes within the next reporting year that are different from assumptions could require a material adjustment to the carrying amount of the balances affected.

2. Summary of Significant Accounting Policies (cont'd)

Critical Judgements, Assumptions and Estimation Uncertainties (cont'd)

Useful lives of plant and equipment:

The estimates for the useful lives and related depreciation charges for plant and equipment is based on commercial and other factors which could change significantly as a result of innovations and competitor actions in response to market conditions. The depreciation charge is increased where useful lives are less than previously estimated lives, or the carrying amounts written off or written down for technically obsolete items or assets that have been abandoned. It is impracticable to disclose the extent of the possible effects. It is reasonably possible, based on existing knowledge, that outcomes within the next reporting year that are different from assumptions could require a material adjustment to the carrying amount of the balances affected. The carrying amount of the class of assets at the end of the reporting year affected by the assumption is approximately $9,493,000 (2011: $9,163,000).

During the reporting year, the useful lives of certain assets were revised. As a result of this review, the estimated useful lives of certain assets have been reduced to "20% and 100%" from "10%". The change in estimates increased the depreciation charges for the reporting year by $2,554,000.

3. Related Party Relationships and Transactions

FRS 24 defines a related party as a person or entity that is related to the reporting entity and it includes (a) A person or a close member of that person's family if that person: (i) has control or joint control over the reporting entity; (ii) has significant influence over the reporting entity; or (iii) is a member of the key management personnel of the reporting entity or of a parent of the reporting entity. (b) An entity is related to the reporting entity if any of the following conditions apply: (i) The entity and the reporting entity are members of the same group. (ii) One entity is an associate or joint venture of the other entity. (iii) Both entities are joint ventures of the same third party. (iv) One entity is a joint venture of a third entity and the other entity is an associate of the third entity. (v) The entity is a post-employment benefit plan for the benefit of employees of either the reporting entity or an entity related to the reporting entity. (vi) The entity is controlled or jointly controlled by a person identified in (a). (vii) A person identified in (a) (i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity).

The ultimate controlling party is Mr Goh Yeow Lian.

3.1 Related companies:

There are transactions and arrangements between the reporting entity and members of the Group and the effects of these on the basis determined between the parties are reflected in these financial statements. The current intercompany balances are unsecured without fixed repayment terms and interest unless stated otherwise. For non-current balances, if significant, an interest is imputed unless stated otherwise. For financial guarantees, an amount is imputed and is recognised accordingly if significant where no charge is payable.

Intragroup transactions and balances that have been eliminated in these consolidated financial statements are not disclosed as related party transactions and balances below.

3. Related Party Relationships and Transactions (cont'd)

3.2 Other related parties:

There are transactions and arrangements between the reporting entity and related parties and the effects of these on the basis determined between the parties are reflected in these financial statements. The current related party balances are unsecured without fixed repayment terms and interest unless stated otherwise. For non-current balances, if significant, an interest is imputed unless stated otherwise.

Significant related party transactions:

In addition to the transactions and balances disclosed elsewhere in the notes to the financial statements, this item includes the following:

	Group	
	2012	**2011**
	$'000	**$'000**
Housing developer's licence expense	25	–
Professional fee expenses	42	73
Project management fee expenses	422	117
Rental income	(48)	(41)
Rental expense	–	63
Accounting and administrative services income	(5)	(5)
Acquisition of development properties from a company in which Directors have interests	–	15,000

3.3 Key management compensations:

Key management personnel are the Directors and those person having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly. The below amounts for key management compensations are for all the Directors and other key management personnel.

	Group	
	2012	**2011**
	$'000	**$'000**
Salaries and other short-term employees benefits	16,178	3,824
Employer's contributions to defined contribution plan	101	89
	16,279	3,913

The above amounts are included under employees benefits expenses. Included in the above amounts are the following items:

	Company	
	2012	**2011**
	$'000	**$'000**
Remunerations of Directors of the Company	13,870	1,680
Fees to Directors of the Company	150	120
	14,020	1,800

The remunerations of Directors and key management personnel is determined by the Remuneration Committee having regard to the performance of individuals and market trends.

3. Related Party Relationships and Transactions (cont'd)

3.3 Key management compensations: (cont'd)

Compensations paid to close family members of Directors

	Group	
	2012	2011
	$'000	$'000
Salaries and other short-term employees benefits	710	616
Employer's contributions to defined contribution plan	75	64
	785	680

3.4 Other payables to related parties:

The trade transactions and the trade payables balances arising from sales and purchases of goods and services are disclosed elsewhere in the notes to the financial statements.

The movements in other payables to related parties are as follows:

	Group	
	2012	2011
	$'000	$'000
Balance at beginning of the year	11,600	13,806
Loans	49,420	–
Settlements	(11,600)	(2,206)
Balance at end of the year	49,420	11,600

4. Revenue

	Group	
	2012	2011
	$'000	$'000
Revenue from construction contracts	243,911	163,733
Sale of development properties	221,828	25,942
	465,739	189,675

5. Other Credits and (Other Charges)

	Group 2012	Group 2011
	$'000	$'000
Bad debts written off	(65)	–
Gain on disposal of investment property	568	467
Gain on disposal of scrap material	175	99
Customer deposits forfeited	38	76
Gain/(Loss) on disposal of plant and equipment	16	(7)
Plant and equipment written off	(2)	–
Government grants	203	2
Other gains	192	30
Net	1,125	667
Presented in profit or loss as:		
Other credits	1,192	674
Other charges	(67)	(7)
Net	1,125	667

6. Marketing and Distribution Costs

The major components include the following:

	Group 2012	Group 2011
	$'000	$'000
Advertisements	960	176
Stamp duties	238	382
Marketing expenses	1,241	632
Commissions	6,754	4,128

7. Administrative Expenses

The major components include the following:

	Group 2012	Group 2011
	$'000	$'000
Rental expenses	475	429
Depreciation of property, plant and equipment (Note 13)	4,073	1,382
Employees benefits expenses	18,363	5,747

8. Finance Costs

	Group	
	2012	2011
	$'000	$'000
Bank interest expenses	3,507	1,367
Interest expenses in finance lease	4	4
Less amounts capitalised in development properties (Note 16)	(3,480)	(1,340)
Total interest expenses	31	31

9. Employees Benefits Expenses

	Group	
	2012	2011
	$'000	$'000
Employees benefits expenses	31,122	15,429
Employer's contributions to defined contribution plan	2,165	757
	33,287	16,186
Presented in profit or loss as:		
Cost of work done	14,924	10,439
Administrative expenses	18,363	5,747
Total	33,287	16,186

10. Income Tax

10A. Components of tax expense recognised in profit or loss include:

	Group	
	2012	2011
	$'000	$'000
Current tax expense:		
Current tax expense	20,976	5,476
Under provision of current tax in respect of prior periods	4	27
Subtotal	20,980	5,503
Deferred tax (income)/expense:		
Deferred tax income	(2,621)	(3,890)
Under/(over) provision of deferred tax in respect of prior periods	18	(231)
Subtotal	(2,603)	(4,121)
Total income tax expense	18,377	1,382

10. Income Tax (cont'd)

10A. Components of tax expense recognised in profit or loss include: (cont'd)

The reconciliation of income taxes below is determined by applying the Singapore corporate tax rate. The income tax in profit or loss varied from the amount of income tax amount determined by applying the Singapore income tax rate of 17% (2011: 17%) in profit before tax as a result of the following differences:

	Group	
	2012	**2011**
	$'000	**$'000**
Profit before tax	111,290	12,260
Income tax expense at the above rate	18,919	2,084
Not liable to tax items	(452)	(121)
Tax exemptions	(108)	(94)
Under provision of current tax expense in respect of prior periods	4	27
Deferred tax unrecognised	(4)	–
Under/(Over) provision of deferred tax assets in respect of prior periods	18	(231)
Prior year provision utilised	–	(282)
Other minor items less than 3% each	–	(1)
	18,377	1,382

There are no income tax consequences of dividends to owners of the Company.

10B. Deferred tax income recognised in profit or loss include:

	Group	
	2012	**2011**
	$'000	**$'000**
Excess of net book value of plant and equipment over tax values	(113)	172
Fair value adjustment on residential development property realised	–	(582)
Unrealised profit - Intragroup	493	(644)
Marketing expenses	(2,283)	–
Provisions	(362)	(259)
Profits recognised on residential development properties based on stage of completion method	343	(2,019)
Tax losses carryforwards	(681)	(789)
Total deferred tax income recognised in profit or loss	(2,603)	(4,121)

10. Income Tax (cont'd)

10C. Deferred tax balance in the statement of financial position:

	Group 2012	Group 2011
	$'000	$'000
Deferred tax liabilities:		
Excess of net book value of plant and equipment over tax values	851	964
Profits recognised on residential development properties based on stage of completion method	343	–
Total deferred tax liabilities	1,194	964
Deferred tax assets:		
Unrealised profit - Intragroup	(151)	(644)
Provisions	(621)	(259)
Marketing expenses	(2,283)	–
Tax losses carryforwards	(1,845)	(1,164)
Total deferred tax assets	(4,900)	(2,067)
Net total of deferred tax assets	(3,706)	(1,103)
Presented in the statement of financial position:		
Deferred tax assets	(3,706)	(1,103)

It is impracticable to estimate the amount expected to be settled or used within one year.

The realisation of the future income tax benefits from tax losses carryforwards and temporary differences from capital allowances is available for an unlimited future period subject to the conditions imposed by law including the retention of majority shareholders as defined.

11. Dividends on Equity Shares

	Group and Company 2012	Group and Company 2011
	$'000	$'000
Final tax exempt (1-tier) dividend paid	6,819	6,478
Interim tax exempt (1-tier) dividend paid	7,042	6,447
Total dividends paid in the year	13,861	12,925

In respect of the current reporting year, the Directors propose that a final dividend of 1 cent per share and special dividend of 2 cents per share to be paid to shareholders after the forthcoming Annual General Meeting. There are no income tax consequences. This dividend is subject to approval by shareholders at the next Annual General Meeting and has not been included as a liability in these financial statements. The proposed dividend for 2012 is payable in respect of all ordinary shares in issue at the end of the reporting year and including the new qualifying shares issued up to the date the dividend becomes payable.

12. Earnings Per Share

The following table illustrates the numerators and denominators used to calculate basic and diluted earnings per share of no par value:

		Group	
		2012	2011
		$'000	$'000
A.	Numerators: earnings attributable to equity:		
	Continuing operations: attributable to equity holders	95,660	11,109
B.	Total basic earnings	95,660	11,109
C.	Diluted earnings	95,660	11,109
D.	Denominators: weighted average number of equity shares		
	Basic	682,932	610,893
	Dilutive share warrants effect	40,217	60,103
E.	Diluted	723,149	670,996
	Basic earnings per share - cents	14.01	1.82
	Diluted earnings per share - cents	13.23	1.66

The weighted average number of equity shares refers to shares in circulation during the reporting period.

13. Property, Plant and Equipment

Group	Leasehold property	Furniture	Renovation and air-conditioners	Equipment and machinery	Motor vehicles	Computers	Total
	$'000	$'000	$'000	$'000	$'000	$'000	$'000
Cost:							
At 1 January 2011	1,519	273	393	6,845	432	509	9,971
Additions	1,200	9	35	5,011	–	158	6,413
Disposals	–	–	–	(29)	–	(66)	(95)
At 31 December 2011	2,719	282	428	11,827	432	601	16,289
Additions	4,323	1	–	3,974	101	329	8,728
Written off	(1,519)	–	(46)	(3)	–	(19)	(1,587)
Disposals	–	–	–	–	(16)	–	(16)
At 31 December 2012	5,523	283	382	15,798	517	911	23,414
Accumulated depreciation:							
At 1 January 2011	1,519	175	343	1,726	360	509	4,632
Depreciation for the year	–	17	31	1,165	12	157	1,382
Disposals	–	–	–	(22)	–	(66)	(88)
At 31 December 2011	1,519	192	374	2,869	372	600	5,926
Depreciation for the year	–	80	24	3,763	22	184	4,073
Written off	(1,519)	–	(46)	(1)	–	(19)	(1,585)
Disposals	–	–	–	–	(16)	–	(16)
At 31 December 2012	–	272	352	6,631	378	765	8,398
Net book value:							
At 1 January 2011	–	98	50	5,119	72	–	5,339
At 31 December 2011	1,200	90	54	8,958	60	1	10,363
At 31 December 2012	5,523	11	30	9,167	139	146	15,016

The depreciation expenses are charged under administrative costs. Certain item is under finance lease agreement (Note 26).

During the reporting year, the useful lives of certain assets were revised. As a result of this review, the estimated useful lives of certain assets have been reduced to "20% and 100%" from "10%". The change in estimates increased the depreciation charges for the reporting year by $2,554,000.

14. Investment Properties

	Group		Company	
	2012	2011	2012	2011
	$'000	$'000	$'000	$'000
At cost:				
At beginning of the year	–	5,243	–	3,962
Additions	–	13	–	13
Disposal	–	(1,281)	–	–
Transfer to asset classified as held for sale (Note 17)	–	(3,975)	–	(3,975)
At end of the year	–	–	–	–
Accumulated depreciation:				
At beginning of the year	–	475	–	39
Depreciation for the year	–	66	–	54
Disposal	–	(448)	–	–
Transfer to asset classified as held for sale (Note 17)	–	(93)	–	(93)
At end of the year	–	–	–	–
Net book value:				
At beginning of the year	–	4,768	–	3,923
At end of the year	–	–	–	–
Fair value:				
At end of the year	–	–	–	–

15. Investment in Subsidiaries

	Company	
	2012	2011
	$'000	$'000
Cost at beginning of the year	17,714	17,475
Fair value adjustment on interest free loan due from subsidiaries	–	239
Cost at end of the year	17,714	17,714

15. Investment in Subsidiaries (cont'd)

The subsidiaries held by the Company and the Group are listed below:

Name of Subsidiary	Principal activities	Effective percentage of equity held by Group		Cost in books of Company	
		2012	2011	2012	2011
		%	%	$'000	$'000
Held by the Company					
Wee Hur Construction Pte Ltd	General building and civil engineering construction	100	100	15,110	15,110
Wee Hur Development Pte. Ltd.	Investment holding	100	100	1,000	1,000
Wee Hur China Pte. Ltd. #a	Dormant	100	100	NM	NM
Held through Wee Hur Development Pte. Ltd.					
Wee Hur (Woodlands) Pte. Ltd.	Property development	100	100		
Wee Hur (Kaki Bukit) Pte. Ltd.	Property development	60	60		
Wee Hur (Paya Lebar) Pte. Ltd.	Property development	100	100		
Villas@Gilstead Pte. Ltd.	Property development	70	70		
Wee Hur (Kim Keat) Pte. Ltd.	Property development	100	100		
Wee Hur (Punggol Central) Pte. Ltd. (incorporated on 5 January 2012)	Property development	65	–		
Wee Hur–Lucrum Pte. Ltd. (incorporated on 31 August 2012)	Property development	51	–		

All of the subsidiaries are audited by RSM Chio Lim LLP, Singapore. All the subsidiaries are incorporated and operate in Singapore.

#a: In the process of applying for strike off.

NM: Not material

16. Development Properties

	Group	
	2012	2011
	$'000	$'000
Cost of land, development and other charges and attributable profits less foreseeable losses	378,781	182,390
Less: progress billings received and receivables	(228,472)	(146,069)
	150,309	36,321
Included in the accompanying statement of financial position as follows:		
Development properties (Note 16A and 16B)	254,602	176,406
Progress billings received and receivables (Note 16B)	(104,293)	(140,085)
	150,309	36,321

16. Development Properties (cont'd)

Borrowing costs included in the development properties are as follows:

	Group 2012 $'000	Group 2011 $'000
Borrowing costs capitalised	3,480	1,340

	Group 2012	Group 2011
Capitalisation rates	1.60% to 2.08%	1.48% to 1.82%

The development properties are mortgaged for credit facilities granted to the Group (Note 25).

16A. Residential Properties under Development

	Group 2012 $'000	Group 2011 $'000
Cost of land, development and other charges and attributable profits less foreseeable losses	275,050	37,754
Less: progress billings received and receivables	(124,179)	(5,984)
	150,871	31,770
Included in the accompanying statement of financial position as follows:		
Development properties	150,871	31,770

16B. Commercial Properties under Development

	Group 2012 $'000	Group 2011 $'000
Cost of land, development and other charges less foreseeable losses classified under development properties	103,731	144,636
Progress billings received and receivables	104,293	140,085

17. Asset Classified as Held for Sale

	Group and Company 2012 $'000	Group and Company 2011 $'000
Cost at beginning of the year	3,882	–
Transfer from investment properties (Note 14)	–	3,882
Disposal	(3,882)	–
Cost at end of the year	–	3,882

The investment property was sold for a consideration of $4,450,000.

18. Trade and Other Receivables

18A. Other Receivables, Non-Current

	Company	
	2012	2011
	$'000	$'000
Loan receivable from subsidiary (Note 3)	11,554	11,036
Movements during the year:		
Balance at beginning of the year	11,036	5,896
Additions at cost	340	5,205
Unwinding of imputed interest	178	174
Fair value adjustment on interest free loan due from subsidiary	–	(239)
Balance at end of the year	11,554	11,036

The loan to subsidiary is unsecured and interest free. The loan is subordinated to a non-current term loan of a subsidiary (Note 3). Interest is imputed at 1.62% (2011: 1.62%) per annum repriced semi-annually for cash flow discounting purposes, and is deemed to be repayable by one instalment in September 2014. The fair value is not significantly different from the carrying value.

18B. Trade and Other Receivables, Current

	Group		Company	
	2012	2011	2012	2011
	$'000	$'000	$'000	$'000
Trade receivables:				
Outside parties	45,702	36,842	4	–
Related parties (Note 3)	–	5	–	–
Subsidiaries (Note 3)	–	–	13,700	900
Retention sums on construction contracts (Note 21)	14,450	5,293	–	–
Subtotal	60,152	42,140	13,704	900
Other receivables:				
Related parties (Note 3)	5	–	–	–
Subsidiaries (Note 3)	–	–	14,390	55,656
Advances to staff	–	5	–	–
Other receivables	2,378	8	9	3
Subtotal	2,383	13	14,399	55,659
Total trade and other receivables	62,535	42,153	28,103	56,559

19. Other Assets, Current

	Group		Company	
	2012	2011	2012	2011
	$'000	$'000	$'000	$'000
Deposit to secure services	30,373	11,335	–	–
Prepayments	18,421	6,604	20	21
Contracts work-in-progress (Note 21)	15,672	23,670	–	–
	64,466	41,609	20	21

20. Cash and Cash Equivalents

	Group		Company	
	2012	2011	2012	2011
	$'000	$'000	$'000	$'000
Not restricted in use	144,395	101,611	96,679	8,568
Cash under project accounts	52,920	8,655	–	–
Restricted in use	3,667	5,728	1,000	1,000
Cash at end of the year	200,982	115,994	97,679	9,568
Interest earnings balances	163,514	48,003	96,499	5,493

The rate of interest for the cash on interest earnings balances was between 0.08% and 0.37% (2011: 0.05% and 0.25%).

Included in cash and cash equivalents of the Group are amounts held under project accounts under the Housing Developers (Project Account) Rules (the "Rules"). The use of amounts held under the project accounts is subject to restriction imposed by the Rules and approval from the bank where the project accounts are opened.

20A. Cash and Cash Equivalents in Consolidated Statement of Cash Flows:

	Group	
	2012	2011
	$'000	$'000
Amount as shown above	200,982	115,994
Cash pledged for bank facilities (Note 25B)	(3,667)	(5,728)
Cash and cash equivalents for consolidated statement of cash flows purposes at end of the year	197,315	110,266

20B. Non-Cash Transactions

During the reporting year, there was no acquisition of plant and equipment (2011: $226,000) acquired partially or fully by means of finance lease.

21. Contracts Work-in-Progress

	Group 2012	Group 2011
	$'000	$'000
Aggregate amount of costs incurred and recognised profits to date on uncompleted contracts	219,099	239,215
Less: progress payments received and receivables to date	(212,755)	(216,540)
Net amount due from contract customers at end of the year	6,344	22,675
Included in the accompanying statement of financial position as follows:		
Under other assets, current (Note 19)	15,672	23,670
Under other liabilities, current (Note 28)	(9,328)	(995)
	6,344	22,675
Retention receivables from construction contracts as an asset under trade receivables (Note 18B)	14,450	5,293

22. Share Capital

	Group and Company Number of shares	Share capital
		$'000
Ordinary shares of no par value:		
Balance at 1 January 2011	392,052,850	49,487
Issuance of ordinary shares pursuant to the bonus shares issue of the Company	215,886,166	–
Issuance of ordinary shares each at $0.20, $0.25 and $0.30 per share respectively pursuant to the exercise of warrants issue of the Company*	41,041,509	12,372
Treasury shares purchased #a	(3,457,000)	(892)
Balance at 31 December 2011	645,523,525	60,967
Issuance of ordinary shares each at $0.20 and $0.25 per share respectively pursuant to the exercise of warrants issue of the Company	94,937,637	20,585
Treasury shares purchased #b	(13,214,000)	(3,682)
Balance at 31 December 2012	727,247,162	77,870

*On 22 February 2011, 24,892,936 Bonus Warrants were issued to the Warrants 2012 at the exercise price of $0.20 per share whereas the original conversion price was at $0.30 per share.

During the reporting year, the Company issued 94,937,637 ordinary shares made up of 72,903,030 ordinary shares at $0.20 each and 22,034,607 ordinary shares at $0.25 each respectively to existing shareholders pursuant to the renounceable rights issue of warrants. These newly issued shares rank pari passu in all respects with the previously issued shares.

The ordinary shares each carry the right to one vote at a meeting of the members or on any resolution of members, the right to an equal share in any dividend paid by the Company in accordance with the Act and the right to an equal share in the distribution of surplus assets of the Company and all are fully paid.

22. Share Capital (cont'd)

Share Warrants – Warrants 2012 outstanding at the end of the reporting year totalled NIL (2011: 73,370,077). These were issued on 28 October 2009 and have expired on 25 October 2012 with 467,047 warrants lapsed for conversion. Warrants 2014 outstanding at the end of the reporting year totalled 193,838,559 (2011: 215,873,166). These may be converted into shares at the conversion rate of $0.25 for each ordinary share of no par value before the expiry date on 22 February 2014.

#a: As approved by general shareholder's meeting, 3,457,000 treasury shares were acquired at average price of $0.26 per share each totalling approximately $892,000 during the reporting year 2011.

#b: As approved by general shareholder's meeting, 13,214,000 treasury shares were acquired at average price of $0.28 per share each totalling approximately $3,682,000 during the reporting year.

As at the end of the reporting year, all the treasury shares have a market value of approximately $5,501,000.

At an Extraordinary General Meeting held on 19 May 2009, the shareholders of the Company approved and adopted the Wee Hur Share Option Scheme ("Wee Hur ESOS") and Wee Hur Performance Share Plan ("Wee Hur PSP"). Details of the Wee Hur ESOS and Wee Hur PSP can be found in the Company's circular to shareholders dated 23 April 2009 in relation to the proposed adoption of the Wee Hur ESOS and Wee Hur PSP.

At the end of the reporting year, no options and awards have been granted under the Wee Hur ESOS and Wee Hur PSP.

Capital Management:

The objectives when managing capital are: to safeguard the reporting entity's ability to continue as a going concern, so that it can continue to provide returns for owners and benefits for other stakeholders; and to provide an adequate return to owners by pricing products and services commensurately with the level of risk. The management sets the amount of capital to meet its requirements and the risk taken. There were no changes in the approach to capital management during the reporting year. The management manages the capital structure and makes adjustments to it where necessary or possible in the light of changes in conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the management may adjust the amount of dividends paid to owners, return capital to owners, issue new shares, or sell assets to reduce debt.

The management monitors the capital on the basis of the debt-to-adjusted capital ratio. This ratio is calculated as net debt / adjusted capital (as shown below). Net debt is calculated as total borrowings less cash and cash equivalents. Adjusted capital comprises all components of equity (i.e. share capital and retained earnings).

	Group	
	2012	**2011**
	$'000	**$'000**
All current and non-current borrowings including finance lease	130,228	71,844
Less: cash and cash equivalents	(200,982)	(115,994)
Net debt	(70,754)	(44,150)
Adjusted capital:		
Total equity	183,543	85,417
Adjusted capital	183,543	85,417
Debt-to-adjusted capital ratio	N.M.	N.M.

N.M. : Not Meaningful

The Group and the Company are not subject to externally imposed capital requirements other than mentioned in the following paragraph, and except for a subsidiary which has to have a minimum paid up capital and a minimum net worth of $15 million (2011: $15 million) in order to maintain its grading status with the Building and Construction Authority.

22. Share Capital (cont'd)

In order to maintain its listing on the SGXST it has to have share capital with a free float of at least 10% of the shares. The Company met the capital requirement on its initial listing and the rules limiting treasury share purchases mean it will automatically continue to satisfy that requirement, as it did throughout the reporting year. Management receives a report from the Share Registrars frequently on substantial share interests showing the non-free float to ensure continuing compliance with the 10% limit throughout the reporting year.

The management does not set a target level of gearing but uses capital opportunistically to support its business and to add value for shareholders. The key discipline adopted is to widen the margin between the return on capital employed and the cost of that capital.

23. Warrants Reserve

	Group and Company	
	2012	2011
	$'000	$'000
At beginning of year	502	791
Exercise of warrants (net of issue expenses)	(576)	(289)
Transfer to retained earnings	(3)	–
At end of the year	(77)	502

Warrants reserve comprises proceeds from issue of warrants, net of direct issue expenses and amounts transferred to share capital upon exercise of warrants. Upon the expiry of the warrants, the balance of the warrants reserve representing the net proceeds from the issue of the warrants not exercised, will be transferred to retained earnings.

24. Merger Deficit

	Group	
	2012	2011
	$'000	$'000
At beginning of year	–	(110)
Transfer to retained earnings	–	110
At end of the year	–	–

Merger deficit arises from the difference of the nominal value of the shares in a subsidiary acquired in 2007 and the nominal value of the Company's shares issued under the "pooling-of-interest" method of consolidation. This has been transferred to retained earnings in the reporting year 2011.

25. Other Financial Liabilities

	Group 2012 $'000	Group 2011 $'000
Non-Current:		
Bank loan (secured) (Note 25B)	120,805	12,346
Finance lease (Note 26)	26	103
Non-Current, total	120,831	12,449
Current:		
Bank loan (secured) (Note 25A)	9,320	59,320
Finance lease (Note 26)	77	75
Current, total	9,397	59,395
Total	130,228	71,844
The non-current portion is repayable as follows:		
Due within 2 to 5 years	120,831	12,449
All the amounts are at floating interest rates except the following that is on fixed interest rate:		
Finance lease – fixed rate	103	178

The range of floating interest rates paid were as follows:

	Group 2012	Group 2011
Bank loan 1 (secured) (Note 25A)	1.67% to 1.77%	1.57% to 1.67%
Bank loan 2 (secured) (Note 25A)	–	1.72% to 1.82%
Bank loan 3 (secured) (Note 25A)	–	1.71% to 1.82%
Bank loan 4 (secured) (Note 25B)	1.60% to 1.61%	1.48% to 1.78%
Bank loan 5 (secured) (Note 25B)	2.07% to 2.08%	–

25A. Bank Loans - Current

(a) Bank loan 1 amounting to $9,320,000 (2011: $59,320,000) bears interest at 1.35% per annum over the bank's cost of funds or 1.35% per annum over the bank's SWAP offer rate as determined by the bank on the day of transaction, whichever is higher; or at such other rate at the sole discretion of the bank, for an interest period of 1, 2, 3 or 6 months.

The loan is to be fully repaid within 36 months from the date of first drawdown of the loan (namely 15 December 2010) or 3 months after the issuance of the Temporary Occupation Permit in respect of the Group's development property, whichever is earlier.

Notwithstanding the above terms, the bank has the right to vary, modify, suspend or cancel the banking facilities and/or to demand immediate repayment of all liabilities owing to the bank. As such, the term loan has been classified as current liabilities.

(b) Bank loan 2 amounting to $15,000,000 bears interest at 1.50% per annum over the bank's cost of funds. The loan has been fully repaid in the reporting year 2011.

(c) Bank loan 3 amounting to $13,766,000 bears interest at higher of 1.50% to 2.00% per annum over the bank's cost of funds or 1.50% per annum over the bank's SWAP offer rate. The loan has been fully repaid in the reporting year 2011.

25. Other Financial Liabilities (cont'd)

25B. Bank Loans – Non-Current

(a) Bank loan 4 amounting to $12,346,000 (2011: $12,346,000) bears interest at 1.30% (2011: 1.30%) per annum over the Singapore Dollar SWAP offer rate or at such other rate at the sole discretion of the bank, for an interest period of 1, 2, 3 or 6 months.

The loan is to be fully repaid in one instalment on or after 30 September 2014, or 3 months after the date of the Temporary Occupation Permit in respect of the Group's development property, whichever is earlier.

(b) New bank loan 5 amounting to $108,459,000 bears interest at 1.75% per annum over the bank's cost of funds or 1.75% per annum over the bank's SWAP offer rate as determined by the bank on the day of transaction, whichever is higher; or at such other rate at the sole discretion of the bank, for an interest period of 1, 2, 3 or 6 months.

The loan is to be fully repaid within 36 months from the date of first drawdown of the loan (namely 19 March 2012) or 3 months after the issuance of the Temporary Occupation Permit in respect of the Group's development property, whichever is earlier.

All the bank loans above are secured by:

(a) legal mortgage on the Group's development properties with an aggregate carrying amount of $378,781,000 (2011: $120,537,000);

(b) legal assignment of all rights, titles and interests in the construction contracts, insurance policies, performance bonds, tenancy agreements and sale and purchase agreements, and receivables relating to the Group's development properties;

(c) guarantees given by certain Directors of the Company and certain related third parties; and

(d) corporate guarantees given by the Company.

During the reporting years ended 31 December 2012 and 31 December 2011, interest expenses on the term loans are capitalised as part of the cost of development properties (Note 16).

26. Finance Lease

	Minimum payments $'000	Finance charges $'000	Present value $'000
2012:			
Minimum lease payments payable:			
Due within one year	79	(2)	77
Due within 2 to 5 years	26	–	26
Total	105	(2)	103
Net book value of plant and equipment under finance lease			214
2011:			
Minimum lease payments payable:			
Due within one year	79	(4)	75
Due within 2 to 5 years	105	(2)	103
Total	184	(6)	178
Net book value of plant and equipment under finance lease			241

26. Finance Lease (cont'd)

The lease term is for 3 years. The rate of interest for finance lease is approximately 3.26% (2011: 3.26%) per annum. There is an exposure to fair value interest rate risk because the interest rates are fixed at the contract date. The lease is on a fixed repayment basis and no arrangements have been entered into for contingent rental payments. The lease obligation is denominated in Singapore dollar. The obligation under finance lease is secured by the lessor's charge over the leased assets. The carrying amount of the lease liabilities is not significantly different from the fair value.

27. Trade and Other Payables, Current

	Group		Company	
	2012	2011	2012	2011
	$'000	$'000	$'000	$'000
Trade payables:				
Outside parties	86,146	67,220	–	2
Related party (Note 3)	29	833	–	–
	86,175	68,053	–	2
Other payables:				
Related parties (Note 3)	49,420	11,600	–	–
Subsidiaries (Note 3)	–	–	32,415	21,897
Other payables	19,076	4,250	13,011	898
	68,496	15,850	45,426	22,795
	154,671	83,903	45,426	22,797

28. Other Liabilities, Current

	Group	
	2012	2011
	$'000	$'000
Due to customers on contracts work-in-progress (Note 21)	9,328	995

29. Financial Instruments: Information on Financial Risks

29A. Classification of Financial Assets and Liabilities

The following table summarises the carrying amount of financial assets and liabilities recorded at the end of the reporting year by FRS 39 categories:

	Group		Company	
	2012	2011	2012	2011
	$'000	$'000	$'000	$'000
Financial assets:				
Cash and bank balances	200,982	115,994	97,679	9,568
Loans and receivables	62,535	42,153	39,657	67,595
At end of the year	263,517	158,147	137,336	77,163
Financial liabilities:				
Borrowings at amortised cost	130,228	71,844	–	–
Trade and other payables at amortised cost	154,671	83,903	45,426	22,797
At end of the year	284,899	155,747	45,426	22,797

Further quantitative disclosures are included throughout these financial statements.

There are no significant fair value measurements recognised in the statements of financial position.

29B. Financial Risk Management Policies and Objectives

The main purpose for holding or issuing financial instruments is to raise and manage the finances for the entity's operating, investing and financing activities. There are exposures to the financial risks on the financial instruments such as credit risk, liquidity risk and market risk comprising interest rate, currency risk and price risk exposures. Management has certain practices for the management of financial risks and action to be taken in order to manage the financial risk. The guidelines include the following:

1. Minimise interest rate, currency, credit and market risks for all kinds of transactions.
2. Maximise the use of "natural hedge": favouring as much as possible the natural off-setting of sales and costs and payables and receivables denominated in the same currency and therefore put in place hedging strategies only for the excess balance. The same strategy is pursued with regard to interest rate risk.
3. All financial risk management activities are carried out and monitored by senior management staff.
4. All financial risk management activities are carried out following good market practices.

There has been no change to the exposures to risk; the objectives, policies and processes for managing the risk and the methods used to measure the risk.

29C. Fair Values of Financial Instruments

Fair values of financial instruments stated at amortised cost in the statement of financial position

The financial assets and financial liabilities at amortised cost are at a carrying amount that is a reasonable approximation of fair value.

29. Financial Instruments: Information on Financial Risks (cont'd)

29D. Credit Risk on Financial Assets

Financial assets that are potentially subject to concentrations of credit risk and failures by counterparties to discharge their obligations in full or in a timely manner consist principally of cash balances with banks, cash equivalents and receivables, and other financial assets. The maximum exposure to credit risk is: the total of the fair value of the financial instruments; the maximum amount the entity could have to pay if the guarantee is called on; and the full amount of any loan payable commitment at the end of the reporting year. Credit risk on cash balances with banks is limited because the counter-parties are entities with acceptable credit ratings. Credit risk on other financial assets is limited because the other parties are entities with acceptable credit ratings. For credit risk on receivables an ongoing credit evaluation is performed on the financial condition of the debtors and a loss from impairment is recognised in profit or loss. The exposure to credit risk is controlled by setting limits on the exposure to individual customers and these are disseminated to the relevant persons concerned and compliance is monitored by management.

As disclosed in Note 20, cash and cash equivalents balances represent amounts with a less than 90 days maturity other than the amounts held by bankers to cover the bank guarantees issued.

As part of the process of setting customer credit limits, different credit terms are used. The average credit period generally granted to trade receivables customers is generally on 14 to 35 days (2011: 14 to 35 days). But some customers take a longer period to settle the amounts.

Ageing analysis of the age of trade receivables amounts that are past due as at the end of the reporting year but not impaired:

	Group	
	2012	**2011**
	$'000	**$'000**
Trade receivables:		
Past due 1 – 30 days	5,781	65
Past due 31 – 60 days	–	8
Past due 61 – 90 days	–	3
Past due over 90 days	100	133
Total	5,881	209

As at the end of the reporting year, there were no amounts that were impaired.

Other receivables are normally no fixed terms and therefore there is no maturity.

Included in trade receivables is an amount of approximately $34,086,000 (2011: $20,113,000) which has been assigned for banking facilities granted to the Group.

Concentration of trade receivables customers as at the end of the reporting year:

	Group	
	2012	**2011**
	$'000	**$'000**
Top 1 customer	15,464	11,418
Top 2 customers	25,140	15,547
Top 3 customers	34,524	17,959

29. Financial Instruments: Information on Financial Risks (cont'd)

29E. Liquidity Risk

The following table analyses the non-derivative financial liabilities by remaining contractual maturity (contractual and undiscounted cash flows):

Group	Less than 1 year	2 – 5 years	Over 5 years	Total
	$'000	$'000	$'000	$'000
Non-derivative financial liabilities:				
2012:				
Gross borrowings commitments	12,171	123,953	–	136,124
Gross finance lease obligation	79	26	–	105
Trade and other payables	154,671	–	–	154,671
At end of the year	166,921	123,979	–	290,900
2011:				
Gross borrowings commitments	61,654	12,511	–	74,165
Gross finance lease obligation	79	105	–	184
Trade and other payables	83,903	–	–	83,903
At end of the year	145,636	12,616	–	158,252

Company	Less than 1 year	2 – 5 years	Over 5 years	Total
	$'000	$'000	$'000	$'000
Non-derivative financial liabilities:				
2012:				
Trade and other payables	45,426	–	–	45,426
At end of the year	45,426	–	–	45,426
2011:				
Trade and other payables	22,797	–	–	22,797
At end of the year	22,797	–	–	22,797

29. Financial Instruments: Information on Financial Risks (cont'd)

29E. Liquidity Risk (cont'd)

Financial guarantee contracts - For financial guarantee contracts, the maximum earliest period in which the guarantee could be called is used. At the end of the reporting year, no claims on the financial guarantees are expected. The following table shows the maturity analysis of the contingent liabilities:

Company	Less than 1 year	2 – 5 years	Over 5 years	Total
	$'000	$'000	$'000	$'000
2012:				
Corporate guarantees in favour of financial institutions for facilities extended to subsidiaries	73,051	82,844	–	155,895
2011:				
Corporate guarantees in favour of financial institutions for facilities extended to subsidiaries	71,277	12,346	–	83,623

The liquidity risk refers to the difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. It is expected that all the liabilities will be paid at their contractual maturity. The average credit period taken to settle trade payables is normally on 30 to 35 days (2011: 30 to 35 days). The other payables are with short-term durations. The classification of the financial assets is shown in the statement of financial position as they may be available to meet liquidity needs and no further analysis is deemed necessary. In order to meet such cash commitments, the operating activity is expected to generate sufficient cash inflows.

	Group		Company	
	2012	2011	2012	2011
	$'000	$'000	$'000	$'000
Bank facilities:				
Undrawn borrowing facilities	194,514	103,154	–	–
Unused banker guarantees	139,237	31,442	2,037	10,000

The undrawn borrowing facilities are available for operating activities and to settle other commitments. Borrowing facilities are maintained to ensure funds are available for the operations. A monthly schedule showing the maturity of financial liabilities and unused borrowing facilities is provided to management to assist them in monitoring the liquidity risk.

29F. Interest Rate Risk

The interest rate risk exposure is mainly from changes in fixed rate and floating interest rates. The interest from financial assets including cash balances is not significant. The following table analyses the breakdown of the significant financial instruments by type of interest rate:

	Group	
	2012	2011
	$'000	$'000
Financial liabilities:		
Floating rates	130,125	71,666
Fixed rate	103	178
At end of the year	130,228	71,844

The interest rates are disclosed in the respective notes.

29. Financial Instruments: Information on Financial Risks (cont'd)

29F. Interest Rate Risk (cont'd)

Sensitivity analysis:

	Group	
	2012	2011
	$'000	$'000
Financial liabilities:		
A hypothetical variation in interest rates by 10 basis points with all other variables held constant, would have an increase/decrease in borrowing costs capitalised for the year by	130	72

The analysis has been performed for floating interest rate financial instruments. The impact of a change in interest rates on floating interest rate financial instruments has been assessed in terms of changing of their cash flows and therefore in terms of the impact on net expenses. The hypothetical changes in basis points are not based on observable market data (unobservable inputs).

29G. Foreign Currency Risk

The foreign currency risk is not significant.

30. Items in Profit or Loss

In addition to the charges and credits disclosed elsewhere in the notes to the financial statements, this item includes the following charges:

	Group	
	2012	2011
	$'000	$'000
Audit fees to the independent auditor of the Company	193	183
Other fees to the independent auditor of the Company	35	49

31. Capital Commitments

Estimated amounts committed at the end of the reporting year for future capital expenditure but not recognised in the financial statements are as follows:

	Group	
	2012	2011
	$'000	$'000
Commitments to purchase property, plant and equipment	532	1,116

32. Operating Lease Payment Commitments

At the end of the reporting year, the total of future minimum lease payment commitments under non-cancellable operating leases are as follows:

	Group	
	2012	2011
	$'000	$'000
Not later than one year	128	376
Later than one year and not later than five years	484	458
Later than five years	967	1,032
Rental expenses for the reporting year	475	366

Operating lease payments represent rentals payable by a subsidiary for its offices and warehouses.

a) The lease from Jurong Town Corporation is for the period of 14.8 years from 1 March 2011 and ending on 31 December 2024.

b) The lease from Housing Development Board is for the period of 3 months from 1 November 2012 and ended on 31 January 2013.

33. Operating Lease Income Commitments

At the end of the reporting year, the total of future minimum lease receivables commitments under non-cancellable operating leases are as follows:

	Group	
	2012	2011
	$'000	$'000
Not later than one year	24	204
Later than one year and not later than five years	7	33
Later than five years	–	–
Rental income for the reporting year	204	107

The Group leases out its investment properties and a portion of its leasehold premises under non-cancellable operating leases. Leases are negotiated for initial terms of 1 to 3 years with fixed rental rates.

34. Financial Information by Operating Segments

34A. Information about Reportable Segment Profit or Loss, Assets and Liabilities

Disclosure of information about operating segments, products and services, the geographical areas, and the major customers are made as required by FRS 108 Operating Segments. This disclosure standard has no impact on the reported results or financial position of the Group.

For management purposes, the Group is organised into business units based on their products and services, and has three reportable operating segment as follows:

(a) The building construction segment is in the business of constructing residential and commercial properties.

(b) The property development segment is in the business of developing and sale of residential and industrial properties.

(c) The investment holding segment is involved in Group-level corporate services.

Inter-segment sales are measured on the basis that the entity actually used to price the transfers. Internal transfer pricing policies of the Group are as far as practicable based on market prices. The accounting policies of the operating segments are the same as those described in the summary of significant accounting policies.

Except as indicated above, no operating segments have been aggregated to form the above reportable operating segments. The Group's business is derived solely from customers in Singapore and all of the Group's assets are located in Singapore.

Management monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on operating profit or loss and is measured in the same way as operating profit or loss in the consolidated financial statements.

The following is an analysis of the Group's reportable segments for the reporting year ended 31 December 2012:

Operating segment	Building construction	Property development	Investment holding	Elimination	Consolidated
	$'000	$'000	$'000	$'000	$'000
Profit or loss and reconciliation					
Revenue by segment	288,968	221,828	17,250	(62,307)	465,739
	288,968	221,828	17,250	(62,307)	465,739
Segment result	15,159	105,197	119,052	(124,166)	115,242
Interest income	10	100	239	(197)	152
Finance costs	(5)	(26)	–	–	(31)
Depreciation	(4,072)	–	(1)	–	(4,073)
Profit before tax	11,092	105,271	119,290	(124,363)	111,290
Income tax expense	(1,377)	(18,122)	1,616	(494)	(18,377)
Profit after tax	9,715	87,149	120,906	(124,857)	92,913

34. Financial Information by Operating Segment (cont'd)

34A. Information about Reportable Segment Profit or Loss, Assets and Liabilities (cont'd)

Operating segment	Building construction	Property development	Investment holding	Elimination	Consolidated
	$'000	$'000	$'000	$'000	$'000
Assets and reconciliation					
Segment assets	118,546	419,237	242,111	(178,587)	601,307
Total assets	118,546	419,237	242,111	(178,587)	601,307
Liabilities and reconciliation					
Segment liabilities	95,624	418,423	56,562	(150,733)	419,876
Total liabilities	95,624	418,423	56,562	(150,733)	419,876
Other material item and reconciliation					
Expenditure for non-current assets	8,726	–	2	–	8,728

The following is an analysis of the Group's reportable segments for the reporting year ended 31 December 2011:

Operating segment	Building construction	Property development	Investment holding	Elimination	Consolidated
	$'000	$'000	$'000	$'000	$'000
Profit or loss and reconciliation					
Revenue by segment	202,313	25,942	3,110	(41,690)	189,675
	202,313	25,942	3,110	(41,690)	189,675
Segment result	20,128	626	9,080	(16,212)	13,622
Interest income	3	81	570	(537)	117
Finance costs	(5)	(26)	–	–	(31)
Depreciation	(1,393)	–	(55)	–	(1,448)
Profit before tax	18,733	681	9,595	(16,749)	12,260
Income tax expense	(2,733)	156	(32)	1,227	(1,382)
Profit after tax	16,000	837	9,563	(15,522)	10,878
Assets and reconciliation					
Segment assets	101,510	301,478	141,862	(153,340)	391,510
Total assets	101,510	301,478	141,862	(153,340)	391,510
Liabilities and reconciliation					
Segment liabilities	73,303	287,313	64,685	(122,943)	302,358
Total liabilities	73,303	287,313	64,685	(122,943)	302,358
Other material item and reconciliation					
Expenditure for non-current assets	6,411	–	15	–	6,426

34. Financial Information by Operating Segment (cont'd)

34B. Information About Major Customers

	Group	
	2012	2011
	$'000	$'000
Top 1 customer in building construction segment	123,589	71,576
Top 2 customers in building construction segment	175,044	119,126
Top 3 customers in building construction segment	214,467	160,966

35. Events After the End of the Reporting Year

On 5 September 2012, the Group has successfully tendered for a collective purchase of Thomson View Condominium (through a joint venture with 51% shareholding) for a tender price of $590 million. The acquisition is pending for the result of a court adjudication arising from disagreements from a few present owners.

36. Changes and Adoption of Financial Reporting Standards

For the reporting year ended 31 December 2012, the following new or revised Singapore Financial Reporting Standards were adopted. The new or revised standards did not require any modification of the measurement methods or the presentation in the financial statements.

FRS No.	Title
FRS 1	Amendments to FRS 1 – Presentation of Items of Other Comprehensive Income
FRS 12	Deferred Tax (Amendments to) – Recovery of Underlying Assets (*)
FRS 107	Financial Instruments: Disclosures (Amendments to) - Transfers of Financial Assets (*)

(*) Not relevant to the entity.

37. Future Changes in Financial Reporting Standards

The following new or revised Singapore Financial Reporting Standards that have been issued will be effective in future. The transfer to the new or revised standards from the effective dates is not expected to result in material adjustments to the financial position, results of operations, or cash flows for the following year.

FRS No.	Title	Effective date for periods beginning on or after
FRS 1	Amendment to FRS 1 Presentation of Financial Statements (Annual Improvements)	1 Jan 2013
FRS 16	Amendment to IAS 16 Property, Plant and Equipment (Annual Improvements)	1 Jan 2013
FRS 19	Employee Benefits (Revised)	1 Jan 2013
FRS 27	Consolidated and Separate Financial Statements (Amendments to)	1 Jan 2014
FRS 27	Separate Financial Statements (Revised)	1 Jan 2014
FRS 28	Investments in Associates and Joint Ventures (Revised) (*)	1 Jan 2014
FRS 32	Amendment to FRS 32 Financial Instruments: Presentation (Annual Improvements)	1 Jan 2013
FRS 107	Amendments to FRS 32 and 107 titled Offsetting Financial Assets and Financial Liabilities (*)	1 Jan 2013
FRS 110	Consolidated Financial Statements	1 Jan 2014
FRS 111	Joint Arrangements (*)	1 Jan 2014
FRS 112	Disclosure of Interests in Other Entities	1 Jan 2014
FRS 110	Amendments to FRS 110, FRS 111 and FRS 112	1 Jan 2014
FRS 113	Fair Value Measurements	1 Jan 2013
INT FRS 120	Stripping Costs in the Production Phase of a Surface Mine (*)	1 Jan 2013

(*) Not relevant to the entity.

Shareholders' Information

As at 15 March 2013

Number of Fully Issued and Paid Up Shares (excluding Treasury Shares)	:	792,714,208
Class of Shares	:	Ordinary Shares
Voting Rights	:	1 Vote per Share
Treasury Shares	:	16,671,000

DISTRIBUTION OF SHAREHOLDINGS

SIZE OF SHAREHOLDINGS	NUMBER OF SHAREHOLDERS	%	NUMBER OF SHARES	%
1 - 999	403	19.86	32,557	0.01
1,000 - 10,000	502	24.74	2,953,719	0.37
10,001 - 1,000,000	1,079	53.18	104,269,879	13.15
1,000,001 AND ABOVE	45	2.22	685,458,053	86.47
TOTAL	2,029	100.00	792,714,208	100.00

TWENTY LARGEST SHAREHOLDERS

NO.	NAME	NUMBER OF SHARES	%
1	GSC HOLDINGS PTE. LTD.	265,606,750	33.51
2	CITIBANK NOMINEES SINGAPORE PTE LTD	47,319,872	5.97
3	DMG & PARTNERS SECURITIES PTE LTD	44,130,000	5.57
4	RAFFLES NOMINEES (PTE) LTD	31,804,873	4.01
5	GOH YEU TOH	29,296,873	3.70
6	OCBC SECURITIES PRIVATE LTD	26,783,183	3.38
7	SUA NAM HENG	23,524,873	2.97
8	MAYBANK KIM ENG SECURITIES PTE LTD	20,168,762	2.54
9	BANK OF EAST ASIA NOMINEES PTE LTD	20,134,000	2.54
10	GOH YEW TEE	17,329,757	2.19
11	GOH YEW GEE	16,912,040	2.13
12	UOB KAY HIAN PTE LTD	16,670,506	2.10
13	CHENG KIANG HUAT	13,787,873	1.74
14	CHAN KWAN BIAN	13,500,000	1.70
15	PHILLIP SECURITIES PTE LTD	11,446,838	1.44
16	TAN AH HIO	8,216,000	1.04
17	CIMB SECURITIES (SINGAPORE) PTE LTD	6,838,330	0.86
18	LEE CHENG PECK	6,500,000	0.82
19	TAN CHIN HOCK	5,600,000	0.71
20	HO SIOW POH	5,029,000	0.63
	TOTAL	630,599,530	79.55

Shareholders' Information

As at 15 March 2013

SUBSTANTIAL SHAREHOLDERS

Name	Direct Interest		Deemed Interest	
	Number of Shares	% (1)	Number of Shares	%
GSC Holdings Pte. Ltd.	265,606,750	33.51	–	–
Goh Yeow Lian (2)	–	–	313,342,622	39.53

Notes

(1) Based on the total number of issued ordinary shares of 792,714,208 (excluding treasury shares) as at 15 March 2013.

(2) Mr Goh Yeow Lian is deemed to have an interest in the 265,606,750 shares of Wee Hur Holdings Ltd. through his interest in GSC Holdings Pte. Ltd. by virture of section 7 of the Companies Act, Chapter 50. Mr Goh is also deemed to have an interest in the 39,519,872 shares and the 8,216,000 shares registered in the name of Citibank Nominees Singapore Pte Ltd and his spouse, Mdm Tan Ah Hio respectively.

PERCENTAGE OF SHAREHOLDINGS IN PUBLIC HANDS

Based on the Register of Shareholders as at 15 March 2013, and to the best knowledge of the Company, the percentage of shareholding held in the hands of public is approximately 42.49%. Accordingly, the Company complies with Rule 723 of the Listing Manual.

TREASURY SHARES

As at 15 March 2013, the number of treasury shares held is 16,671,000, representing 2.10% of the total number of issued shares excluding treasury shares.

WEE HUR HOLDINGS LTD. - WARRANTS EXPIRING ON 22 FEBRUARY 2014

DISTRIBUTION OF WARRANT HOLDINGS

SIZE OF WARRANT HOLDINGS	NUMBER OF WARRANT HOLDERS	%	NUMBER OF WARRANTS	%
1 - 999	483	48.30	59,182	0.05
1,000 - 10,000	354	35.40	1,714,976	1.34
10,001 - 1,000,000	152	15.20	13,869,557	10.80
1,000,001 AND ABOVE	11	1.10	112,727,798	87.81
TOTAL	1,000	100.00	128,371,513	100.00

TWENTY LARGEST WARRANT HOLDERS

NO.	NAME	NUMBER OF WARRANTS	%
1	GSC HOLDINGS PTE. LTD.	83,552,250	65.09
2	CHENG KIANG HUAT	6,665,384	5.19
3	GOH YEW LAY	4,365,905	3.40
4	SUA NAM HENG	3,565,384	2.78
5	GOH YEW TEE	3,390,659	2.64
6	GOH YEU TOH	2,874,384	2.24
7	GOH YEW GEE	2,589,080	2.02
8	LOW CHUI HENG	1,606,000	1.25
9	PHILLIP SECURITIES PTE LTD	1,548,750	1.21
10	UOB KAY HIAN PTE LTD	1,341,002	1.04
11	LIEW SIEW KEOK	1,229,000	0.96
12	CHNG KHOON KHIAM	915,500	0.71
13	LIEW NYOK WAH	893,000	0.70
14	RAFFLES NOMINEES (PTE) LTD	840,384	0.65
15	TAN KWEE ENG	693,000	0.54
16	PEH BOOK CHUAN	600,000	0.47
17	DBS VICKERS SECURITIES (S) PTE LTD	545,113	0.42
18	OCBC SECURITIES PRIVATE LTD	536,380	0.42
19	LEE KHENG YONG	407,000	0.32
20	YEAP KIM CHAI	369,000	0.29
	TOTAL	118,527,175	92.34

Notice Of Annual General Meeting

NOTICE IS HEREBY GIVEN that the Sixth Annual General Meeting of Wee Hur Holdings Ltd. (the "Company") will be held on Friday, 26 April 2013 at 11.30 a.m. at Quality Hotel Singapore, Quality Ballroom, 201 Balestier Road, Singapore 329926 for the purpose of transacting the following business:

ORDINARY BUSINESS

1. To receive and adopt the Directors' Report and Audited Financial Statements of the Company and of the Group for the financial year ended 31 December 2012 and the Independent Auditor's Report thereon. **Resolution 1**

2. To declare a final tax exempt (one-tier) dividend of S$0.01 per ordinary share for the financial year ended 31 December 2012. **Resolution 2**

3. To declare a special tax exempt (one-tier) dividend of S$0.02 per ordinary share for the financial year ended 31 December 2012. **Resolution 3**

4. To approve the payment of Directors' fees of S$180,000 for the financial year ending 31 December 2013, to be paid quarterly in arrears. (2012: S$150,000) **Resolution 4**

5. To re-elect Mr Goh Yeow Lian, a Director retiring pursuant to Article 107 of the Company's Articles of Association. **Resolution 5**

6. To re-elect Mr Goh Yew Tee, a Director retiring pursuant to Article 107 of the Company's Articles of Association. **Resolution 6**

7. To re-appoint RSM Chio Lim LLP as Auditor and to authorise the Directors to fix their remuneration. **Resolution 7**

8. To transact any other business of the Company which may properly be transacted at an Annual General Meeting. **Resolution 8**

SPECIAL BUSINESS

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

9. **Share Issue Mandate** **Resolution 9**

"That pursuant to Section 161 of the Companies Act, Chapter 50 (the "Companies Act") and the listing rules of the Singapore Exchange Securities Trading Limited (the "SGX-ST") authority be and is hereby given to the Directors of the Company to:

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

(ii) make or grant offers, agreements or options (collectively, "Instruments") that might or would require Shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) warrants, debentures or other instruments convertible into Shares,

at any time and upon such terms and conditions and for such purposes and to such persons as the Directors may in their absolute discretion deem fit; and

(b) (notwithstanding the authority conferred by this Resolution may have ceased to be in force) issue Shares in pursuance of any Instruments made or granted by the Directors while this Resolution was in force,

provided that:

(i) the aggregate number of Shares (including Shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) to be issued pursuant to this Resolution shall not exceed fifty per cent (50%) of the total number of issued shares (excluding treasury shares) in the capital of the Company (as calculated in accordance with sub-paragraph (2) below), of which the aggregate number of Shares (including Shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) to be issued other than on a pro rata basis to existing shareholders of the Company shall not exceed twenty per cent (20%) of the total number of issued shares (excluding treasury shares) in the capital of the Company (as calculated in accordance with sub-paragraph (2) below);

(ii) (subject to such manner of calculation as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of Shares that may be issued under sub-paragraph (1) above, the total number of issued Shares shall be based on the total number of issued Shares (excluding treasury shares) in the capital of the Company at the time this Resolution is passed, after adjusting for:

(1) new Shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards which are outstanding or subsisting at the time this Resolution is passed; and

(2) any subsequent bonus issue, consolidation or subdivision of Shares;

(iii) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Listing Manual of the SGX-ST for the time being in force (unless such compliance has been waived by the SGX-ST) and the Articles of Association for the time being of the Company; and

(iv) (unless revoked or varied by the Company in a general meeting) the authority conferred by this Resolution shall continue in force until the conclusion of the next annual general meeting of the Company 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 (a)]

10. **Authority to Grant Awards and/or Issue Shares Pursuant to the Wee Hur Performance Share Plan and Wee Hur Employee Share Option Scheme** **Resolution 10**

"That approval be and is hereby given to the Directors of the Company to grant awards in accordance with the provisions of the Wee Hur Performance Share Plan and to allot and issue from time to time such number of ordinary shares in the capital of the Company as may be required to be issued pursuant to the exercise of options under the Wee Hur Employee Share Option Scheme and/or such number of fully-paid shares as may be required to be issued pursuant to the vesting of awards under the Wee Hur Performance Share Plan, provided that the aggregate number of new shares to be issued pursuant to the Wee Hur Employee Share Option Scheme and the Wee Hur Performance Share Plan shall not exceed fifteen per cent (15%) of the total number of issued ordinary shares (excluding treasury shares) in the capital of the Company from time to time." [See Explanatory Note (b)]

Notice Of Annual General Meeting

NOTICE IS HEREBY GIVEN that the Transfer Books and Register of Members of the Company will be closed on 8 May 2013 for the preparation of dividend warrants.

Duly completed transfers received by the Company's Registrar, Boardroom Corporate & Advisory Services Pte Ltd of 50 Raffles Place, Singapore Land Tower, #32-01, Singapore 048623 up to the close of business at 5:00 p.m. on 7 May 2013 will be registered to determine shareholders' entitlement to the proposed final dividend and special dividend (the "Proposed Dividends"). The Proposed Dividends, if approved, will be paid on 15 May 2013 to shareholders registered in the books of the Company on 8 May 2013.

In respect of shares in securities accounts with the Central Depository (Pte) Limited ("CDP"), the Proposed Dividends will be paid by the Company to CDP which will in turn distribute the Proposed Dividend entitlements to holders of shares in accordance with its practice.

By Order of the Board
Tan Ching Chek and Lo Swee Oi
Joint Company Secretaries
11 April 2013

Explanatory Notes:

(a) The Ordinary Resolution 9 proposed in item 9, if passed, will empower the Directors of the Company, effective until the conclusion of the next annual general meeting of the Company, or the date by which the next annual general meeting of the Company is required by law to be held or such authority is varied or revoked by the Company in a general meeting, whichever is the earlier, to issue shares, make or grant instruments (such as options, warrants and debentures) convertible into shares, and to issue shares pursuant to such instruments, for such purposes as they consider would be in the interests of the Company, up to a number not exceeding in total, fifty per cent (50%) of the total number of issued shares (excluding treasury shares) in the capital of the Company, of which up to twenty per cent (20%) may be issued other than on a pro rata basis to shareholders.

For determining the aggregate number of shares that may be issued, the total number of issued shares (excluding treasury shares) will be calculated based on the total number of issued shares (excluding treasury shares) in the capital of the Company at the time this Ordinary Resolution is passed after adjusting for new shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards which are outstanding or subsisting at the time when this Ordinary Resolution is passed and any subsequent bonus issue, consolidation or subdivision of shares.

(b) The Ordinary Resolution 10 proposed in item 10, if passed, will empower the Directors to grant awards pursuant to the Wee Hur Performance Share Plan and to issue new ordinary shares in the capital of the Company pursuant to the Wee Hur Employee Share Option Scheme and the Wee Hur Performance Share Plan, provided that the aggregate number of new ordinary shares to be issued pursuant to the Wee Hur Employee Share Option Scheme and the Wee Hur Performance Share Plan shall not exceed fifteen per cent (15%) of the total number of issued ordinary shares (excluding treasury shares) in the capital of the Company from time to time. The Wee Hur Employee Share Option Scheme and the Wee Hur Performance Share Plan were approved by the shareholders at the Extraordinary General Meeting held on 19 May 2009.

Notes to Proxy Form:

(i) A member entitled to attend and vote at this meeting is entitled to appoint not more than two proxies to attend and vote in his stead. A proxy need not be a member of the Company.

(ii) If a proxy is to be appointed, the form must be deposited at the registered office of the Company at 39 Kim Keat Road, Wee Hur Building, Singapore 328814 not less than forty-eight (48) hours before the time set for the meeting.

(iii) The form of proxy must be signed by the appointor or his attorney duly authorised in writing.

(iv) In the case of joint shareholders, all holders must sign the form of proxy.

WEE HUR HOLDINGS LTD.
Company Reg. No.: 200619510K
(Incorporated in the Republic of Singapore)

ANNUAL GENERAL MEETING

PROXY FORM

Important

1. For investors who have used their CPF monies to buy Wee Hur Holdings Ltd. shares, this Annual Report is sent to them at the request of their CPF Agent Banks and is sent solely FOR INFORMATION ONLY.
2. This Proxy Form is not valid for use by CPF investors, and shall be ineffective for all intents and purposes if used or purported to be used by them.
3. CPF investors who wish to attend the Annual General Meeting as OBSERVERS must submit their requests through their respective Agent Banks so that their Agent Banks may register, in the required format with the Company Secretary, by the time frame specified **(Agent Banks: Please see Note 9 on required format).** Any voting instructions must also be submitted to their Agent Banks within the time frame specified to enable them to vote on the CPF investor's behalf.

I/We ______________________ (Name), ________________________ (NRIC/Passport No./Company Registration No.)

of ____ (Address)

being a member/members of Wee Hur Holdings Ltd. (the "**Company**") hereby appoint:

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

and/or (delete as appropriate)

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

or failing the person, or either or both of the persons, referred to above, the Chairman of the Meeting, as my/our proxy/proxies to attend and to vote for me/us on my/our behalf and, if necessary, to demand a poll, at the Annual General Meeting of the Company (the "**Meeting**") to be held on Friday, 26 April 2013 at 11.30 a.m. at Quality Hotel Singapore, Quality Ballroom, 201 Balestier Road, Singapore 329926 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.	ORDINARY RESOLUTIONS	FOR	AGAINST
	ORDINARY BUSINESS		
1.	Adoption of Reports and Audited Financial Statements		
2.	Declaration of a Final Dividend		
3.	Declaration of a Special Dividend		
4.	Approval of Directors' Fees		
5.	Re-election of Mr Goh Yeow Lian		
6.	Re-election of Mr Goh Yew Tee		
7.	Re-appointment of Auditor		
8.	Any Other Business		
	SPECIAL BUSINESS		
9.	To approve Share Issue Mandate		
10.	To authorize Directors to Grant Awards and Issue Shares Pursuant to the Wee Hur Performance Share Plan and Wee Hur Employee Share Option Scheme		

Dated this ____________ day of ________________ 2013.

Total Number of Shares Held	

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

IMPORTANT: PLEASE READ NOTES OVERLEAF

NOTES

1. 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, Chapter 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 instrument appointing a proxy or proxies will be deemed to relate to all shares held by the member.

2. A member of the Company entitled to attend and vote at the Meeting is entitled to appoint not more than two proxies to attend and vote in his stead. A proxy need not be a member of the Company.

3. Where a member appoints two proxies, the appointments shall be invalid unless he specifies the proportion of his shareholding (expressed as a percentage of the whole) to be represented by each proxy.

4. Completion and return of this instrument appointing a proxy shall not preclude a member from attending and voting at the Meeting. Any appointment of a proxy or proxies shall be deemed to be revoked if a member attends the 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 Meeting.

5. The instrument appointing a proxy or proxies must be deposited at the Company's registered office at 39 Kim Keat Road, Wee Hur Building, Singapore 328814 not less than forty-eight (48) hours before the time appointed for the Meeting.

6. The instrument appointing a proxy or proxies must be under the hand of the appointor or of 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 appointor by an attorney, the letter or power of attorney or a duly certified copy thereof must (failing previous registration with the Company) be lodged with the instrument of proxy, failing which the instrument may be treated as invalid.

8. A corporation which is a member may authorise by resolution of its directors or other governing body such person as it thinks fit to act as its representative at the Meeting, in accordance with Section 179 of the Companies Act, Chapter 50 of Singapore.

9. Agent Banks acting on the request of CPF Investors who wish to attend the Meeting as observers are requested to submit in writing, a list of details of the Investors' names, NRIC/Passport numbers, addresses and numbers of shares held. The list, signed by an authorised signatory of the Agent Bank, should reach the Company Secretary, at the registered office of the Company not later than forty-eight (48) hours before the time appointed for the Meeting.

GENERAL

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

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