

RSM! Chio Lim

NUCLEUS SOFTWARE SOLUTIONS PTE LTD

(Registration No: 199401311C)

Directors' Report and Financial Statements

Year Ended 31 March 2012

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Directors' Report and Financial Statements

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Directors' Report

The directors of the company are pleased to present their report together with the audited financial statements of the company for the reporting year ended 31 March 2012.

1. Directors at Date of Report

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

Vishnu Rampratap Dusad
Kapil Kumar Gupta

2. Arrangements to Enable Directors to Acquire Benefits by Means of the 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.

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 and options 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 except as follows:

<u>Name of directors and companies in which interests are held</u>	<u>Direct Interest</u>		<u>Deemed Interest</u>	
	<u>At beginning of reporting year</u>	<u>At end of reporting year</u>	<u>At beginning of reporting year</u>	<u>At end of reporting year</u>
<u>Nucleus Software Exports Limited (Parent Company)</u>				
Vishnu Rampratap Dusad	3,603,492	3,603,492	11,036,248	11,036,248
- Ordinary shares (par value of Indian Rupees 10 each)				

4. Contractual Benefits of Directors

Since the beginning of the reporting year, no director of the company has received or become entitled to receive a benefit which is required to be disclosed under section 201(8) of the Companies Act, Chapter 50, 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. Certain directors of the company received remuneration from related corporations in their capacity as directors and or executives of those related corporations.

5. Share Options

During the reporting year, no option to take up unissued shares of the company was granted.

During the reporting year, there were no shares of the company 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 under option.

6. Independent Auditors

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



.....
Vishnu Rampratap Dusad
Director



.....
Kapil Kumar Gupta
Director

25 April 2012

Statement by Directors

In the opinion of the directors,

- (a) the accompanying statement of comprehensive income, statement of financial position, statement of changes in equity, 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 as at 31 March 2012 and of the results, changes in equity and cash flows of the company 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.



.....
Vishnu Rampratap Dusad
Director



.....
Kapil Kumar Gupta
Director

25 April 2012

Independent Auditors' Report to the Member of NUCLEUS SOFTWARE SOLUTIONS PTE LTD (Registration No: 199401311C)

Report on the Financial Statements

We have audited the accompanying financial statements of Nucleus Software Solutions Pte Ltd, which comprise the statement of financial position as at 31 March 2012, and the statement of comprehensive income, statement of changes in equity and statement of cash flows 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 financial statements that give a true and fair view in accordance with the provisions of the Singapore 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 statement of comprehensive income and statement 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 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 judgment, 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 and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal 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.

**Independent Auditors' Report to the Member of
NUCLEUS SOFTWARE SOLUTIONS PTE LTD (Registration No: 199401311C)**

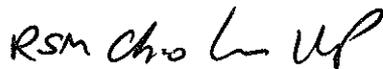
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Opinion

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

Report on Other Legal and Regulatory Requirements

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



RSM Chio Lim LLP
Public Accountants and
Certified Public Accountants
Singapore

25 April 2012

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

Statement of Comprehensive Income
Year Ended 31 March 2012

	<u>Notes</u>	<u>2012</u> \$	<u>2011</u> \$
Revenue	4	15,670,896	18,422,561
Cost of Sales		(14,062,856)	(17,504,557)
Gross Profit		<u>1,608,040</u>	<u>918,004</u>
<u>Other Items of Income</u>			
Interest Income	5	7,236	-
Other Credits	6	18,291	-
<u>Other Items of Expense</u>			
Administrative and Operating Expenses	7	(998,685)	(1,424,891)
Other Charges	6	(209,457)	(1,037,959)
Profit/ (Loss) Before Tax from Continuing Operations		<u>425,425</u>	<u>(1,544,846)</u>
Income Tax Income/ (Expense)	9	16,607	(314,297)
Profit/ (Loss) from Continuing Operations, Net of Tax		<u>442,032</u>	<u>(1,859,143)</u>
<u>Other Comprehensive Income:</u>			
Other Comprehensive Income for the Year, Net of Tax		-	-
Total Comprehensive Income/ (Loss)		<u><u>442,032</u></u>	<u><u>(1,859,143)</u></u>

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

**Statement of Financial Position
As at 31 March 2012**

	<u>Notes</u>	<u>2012</u> \$	<u>2011</u> \$
ASSETS			
<u>Non-Current Assets</u>			
Plant and Equipment	10	48,851	130,831
Other Receivables	11	604,800	–
Total Non-Current Assets		<u>653,651</u>	<u>130,831</u>
<u>Current Assets</u>			
Trade and Other Receivables	11	4,136,371	4,065,721
Other Assets	12	1,050,839	333,473
Cash and Cash Equivalents	13	1,669,534	2,338,860
Total Current Assets		<u>6,856,744</u>	<u>6,738,054</u>
Total Assets		<u>7,510,395</u>	<u>6,868,885</u>
EQUITY AND LIABILITIES			
<u>Equity</u>			
Share Capital	14	625,000	625,000
Retained Earnings		4,496,888	3,986,749
Share Option Reserves	15	28,230	96,337
Total Equity		<u>5,150,118</u>	<u>4,708,086</u>
<u>Non-Current Liabilities</u>			
Deferred Tax Liabilities	9	–	16,702
Total Non-Current Liabilities		<u>–</u>	<u>16,702</u>
<u>Current Liabilities</u>			
Income Tax Payable		–	7,741
Trade and Other Payables	16	1,806,416	1,549,292
Other Liabilities	17	553,861	587,064
Total Current Liabilities		<u>2,360,277</u>	<u>2,144,097</u>
Total Liabilities		<u>2,360,277</u>	<u>2,160,799</u>
Total Equity and Liabilities		<u>7,510,395</u>	<u>6,868,885</u>

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

NUCLEUS SOFTWARE SOLUTIONS PTE LTD (Registration No: 199401311C)

**Statement of Changes in Equity
Year Ended 31 March 2012**

	<u>Total Equity</u> \$	<u>Share Capital</u> \$	<u>Retained Earnings</u> \$	<u>Share Option Reserves</u> \$
Current Year:				
Opening Balance at 1 April 2011	4,708,086	625,000	3,986,749	96,337
Movements in Equity:				
Total Comprehensive Income for the Year	442,032	–	442,032	–
Share-Based Payments (Note 15)	–	–	68,107	(68,107)
Closing Balance at 31 March 2012	<u>5,150,118</u>	<u>625,000</u>	<u>4,496,888</u>	<u>28,230</u>
Previous Year:				
Opening Balance at 1 April 2010	6,562,324	625,000	5,821,260	116,064
Movements in Equity:				
Total Comprehensive Loss for the Year	(1,859,143)	–	(1,859,143)	–
Share-Based Payments (Note 15)	4,905	–	24,632	(19,727)
Closing Balance at 31 March 2011	<u>4,708,086</u>	<u>625,000</u>	<u>3,986,749</u>	<u>96,337</u>

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

Statement of Cash Flows
Year Ended 31 March 2012

	<u>2012</u>	<u>2011</u>
	\$	\$
<u>Cash Flows From Operating Activities</u>		
Profit/ (Loss) before Tax	425,425	(1,544,846)
Adjustments for:		
Depreciation of Plant and Equipment	104,326	181,219
Share Based Payment Expenses	–	4,905
Interest Income	(7,236)	–
Operating Cash Flows before Changes in Working Capital	<u>522,515</u>	<u>(1,358,722)</u>
Trade and Other Receivables	85,846	3,831,329
Other Assets	(717,366)	403,203
Trade and Other Payables	257,124	(1,866,505)
Other Liabilities	<u>(33,203)</u>	<u>(436,685)</u>
Net Cash Flows (Used in)/ From Operations Before Interest and Tax	114,916	572,620
Interest Taxes (Paid)/ Refunded	(7,836)	17,267
Net Cash Flows (Used in)/ From Operating Activities	<u>107,080</u>	<u>589,887</u>
<u>Cash Flows From Investing Activities</u>		
Purchase of Plant and Equipment	(22,346)	(38,980)
Interest Received	7,236	–
Net Cash Used in Investing Activities	<u>(15,110)</u>	<u>(38,980)</u>
<u>Cash Flows From Financing Activities</u>		
Amounts Due from Related Companies	(761,296)	–
Net Cash Flows From Financing Activities	<u>(761,296)</u>	<u>–</u>
Net (Decrease)/ Increase in Cash and Cash Equivalents	(669,326)	550,907
Cash and Cash Equivalents, Statement of Cash Flows, Beginning Balance	<u>2,338,860</u>	<u>1,787,953</u>
Cash and Cash Equivalents, Statement of Cash Flows, Ending Balance (Note 13A)	<u><u>1,669,534</u></u>	<u><u>2,338,860</u></u>

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

Notes to the Financial Statements
31 March 2012

1. General

The company is incorporated in Singapore with limited liability. The financial statements are presented in Singapore dollars.

The board of directors approved and authorised these financial statements for issue on 25 April 2012.

The principal activities of the company are those relating to developing, producing and dealing in software systems and providing support and technical advisory and consultancy services.

The registered office is: 300 Tampines Avenue 5 #04-06 NTUC Income Tampines Junction Singapore 529653. The company is situated in Singapore.

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 Companies Act, Chapter 50. 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.

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 activities of the entity and it is shown net of any related sales taxes, estimated returns, and rebates. Revenue from software development services comprises income from time and material and fixed price contracts. Revenue from time and material contracts is recognised as the services are rendered. Revenue from fixed price contracts and related customisation and implementation is recognised in accordance with the percentage of completion method calculated based on output method. Provision for estimated losses, if any, on uncompleted contracts are recorded in the year in which such losses become certain based on current estimates. Revenue from annual technical service contracts is recognised on a pro rata basis over the period in which such services are rendered.

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

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.

Share-Based Compensation

The share option plan of the parent company ("Nucleus Software Exports Limited" or "parent") allows the employees of the company to acquire shares of the parent. The fair value of options granted by the parent over its equity instrument to the employees of the company is recognised as an employee expense with a corresponding increase in equity (i.e. representing capital contributions from the parent). The fair value is measured at grant date and spread over the period during which the employees become unconditionally entitled to the options. At each balance sheet date, the company revises its estimates of the number of options that are expected to become exercisable. It recognises the impact of the revision of original estimates in employee expense and in a corresponding adjustment to equity over the remaining vesting period.

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 each end of the 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).

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

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 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.

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:

Computer and software package	–	33%
Furniture and fittings	–	20%
Office equipment	–	20%
Office renovation	–	20%
Electrical equipment	–	20%

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.

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 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 each end of the 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 charge for the current and future periods are adjusted.

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.

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

Leases

Whether an arrangement is, or contains, a lease 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 expense.

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. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. 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 date 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 date there were no financial assets classified in this category.
4. Available for sale financial assets: As at end of the reporting year date there were no financial assets classified in this category.

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

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.

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: As at end of the reporting year date there were no financial liabilities classified in this category.
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.

Financial Guarantees

A financial guarantee contract requires that the issuer makes specified payments to reimburse the holder for a loss when a specified debtor fails to make payment when due. Financial guarantee contracts 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.

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

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. Disclosures of fair value are not made when the carrying amount of current financial instruments is a reasonable approximation of 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 maximum exposure to credit risk is the fair value of the financial instruments at the end of the reporting year. 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 for 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.

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.

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. Provisions are 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.

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

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 currently or 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.

Allowance for doubtful trade accounts:

An allowance is made for doubtful trade accounts 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 accounts 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 accounts. 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.

Share-based payments:

Share-based payments are measured at grant date fair value. For share options granted to employees, in many cases market prices are not available and therefore the fair value of the options granted shall be estimated by applying an option pricing model. For example, option pricing models need input data such as expected volatility of the share price, expected dividends or the risk-free interest rate for the life of the option. The overall objective is to approximate the expectations that would be reflected in a current market or negotiated exchange price for the option. As a matter of fact, such assumptions are subject to judgements and may turn out to be significantly different compared to what expected.

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 \$48,851 (2011: \$130,831).

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).

3.1 Related companies:

The company is a wholly-owned subsidiary of Nucleus Software Exports Limited, incorporated in India that is also the company's ultimate parent company. Related companies in these financial statements include the members of the parent company's group of 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.

Significant related company transactions:

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

	<u>Parent company</u>		<u>Related companies</u>	
	<u>2012</u>	<u>2011</u>	<u>2012</u>	<u>2011</u>
	\$	\$	\$	\$
Revenue	(593,715)	(1,325,897)	(1,759,534)	(1,233,810)
Consultancy charges	1,339,117	1,651,748	4,437,201	5,648,904
Interest income	—	—	(7,236)	—

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

3.2 Key management compensation:

	<u>2012</u>	<u>2011</u>
	\$	\$
Salaries and other short-term employee benefits	<u>54,000</u>	<u>54,000</u>

The above amounts are included under employee benefits expense. Included in the above amounts are following items:

	<u>2012</u>	<u>2011</u>
	\$	\$
Fees to directors of the company	<u>54,000</u>	<u>54,000</u>

Key management personnel are the directors and those persons having authority and responsibility for planning, directing and controlling the activities of the company, directly or indirectly. The above amounts for key management compensation are for one of the directors. The amounts do not include compensation if any of certain key management personnel and directors of the company who received compensation from related corporations in their capacity as directors and or executives of those related corporations.

3.3 Other receivables from and other payables to related parties:

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

	<u>Parent</u>	
	<u>2012</u>	<u>2011</u>
	\$	\$
<u>Other payables:</u>		
Transferred from trade payables	(120,815)	-
Amount paid in and settlement of liabilities on behalf of the company	(243,734)	-
Amount paid out and settlement of liabilities on behalf of another party	<u>334,137</u>	<u>-</u>
Balance at end of the year (Note 16)	<u>(30,412)</u>	<u>-</u>
	<u>Related companies</u>	
	<u>2012</u>	<u>2011</u>
	\$	\$
<u>Other receivables:</u>		
Balance at beginning of the year	179,000	597,214
Amount paid in and settlement of liabilities on behalf of the company	(180,940)	-
Amount paid out and settlement of liabilities on behalf of another party	-	179,000
Loan to a related company	756,000	-
Interest income	7,236	-
Bad debts written off	-	(597,214)
Balance at end of the year (Note 11)	<u>761,296</u>	<u>179,000</u>

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4. Revenue		
	<u>2012</u>	<u>2011</u>
	\$	\$
Consultation fee income	15,657,104	18,422,561
Miscellaneous income	13,792	-
	<u>15,670,896</u>	<u>18,422,561</u>
5. Interest Income		
	<u>2012</u>	<u>2011</u>
	\$	\$
Interest income from a related company	<u>7,236</u>	<u>-</u>
6. Other Credits and (Other Charges)		
	<u>2012</u>	<u>2011</u>
	\$	\$
Allowance for impairment of the trade receivables	(209,457)	-
Bad debts written off related companies accounts	-	(597,214)
Bad debts written off other receivables	-	(2,738)
Foreign exchange adjustment gains/ (losses)	18,291	(438,007)
Net	<u>(191,166)</u>	<u>(1,037,959)</u>
Presented in profit or loss as:		
Other Credits	18,291	-
Other Charges	<u>(209,457)</u>	<u>(1,037,959)</u>
Net	<u>(191,166)</u>	<u>(1,037,959)</u>
7. Administrative and Operating Expenses		
	<u>2012</u>	<u>2011</u>
	\$	\$
The major components include the following:		
Rental expense	386,462	607,684
Telephone and internet	<u>155,919</u>	<u>245,282</u>
8. Employee Benefits Expense		
	<u>2012</u>	<u>2011</u>
	\$	\$
Employee benefits expense	6,930,384	8,950,399
Contributions to defined contribution plan	281,833	413,853
Other benefits	232,175	28,189
Share-based payments: equity settled	-	4,905
Total employee benefits expense included in cost of sales	<u>7,444,392</u>	<u>9,397,346</u>

9. Income Tax

9A. Components of tax expense (income) recognised in profit or loss includes:

	<u>2012</u>	<u>2011</u>
	\$	\$
<u>Current tax expense (income):</u>		
Over adjustments to current tax in respect of prior periods	(10,477)	(72,915)
Tax paid to foreign tax authority	10,572	405,027
Subtotal	<u>95</u>	<u>332,112</u>
<u>Deferred tax expense (income):</u>		
Deferred tax income	(16,702)	(17,815)
Subtotal	<u>(16,702)</u>	<u>(17,815)</u>
Total income tax (income)/ expense	<u>(16,607)</u>	<u>314,297</u>

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%) to in profit or loss before income tax as a result of the following differences:

	<u>2012</u>	<u>2011</u>
	\$	\$
Profit/ (Loss) before tax	<u>425,425</u>	<u>(1,544,846)</u>
Income tax expense/ (income) at the above rate	72,322	(262,624)
Non-deductible (taxable) items	2,687	(1,107)
Over adjustments to tax in respect of previous period	(10,477)	(72,915)
Prior years' unrecorded tax loss carryforwards (utilised)/ not recognised	(122,508)	248,170
Deferred tax assets not recognised	30,640	-
Tax paid to foreign tax authority	10,572	405,027
Other minor items	157	(2,254)
Total income tax (income)/ expense	<u>(16,607)</u>	<u>314,297</u>

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

9B. Deferred tax expense (income) recognised in profit or loss includes:

	<u>2012</u>	<u>2011</u>
	\$	\$
Excess of net book value of plant and equipment	(11,250)	(18,899)
Other provisions	(36,092)	1,084
Deferred tax assets not recognised	30,640	-
Total deferred income tax income recognised in profit or loss	<u>(16,702)</u>	<u>(17,815)</u>

9C. Deferred tax balance in the statement of financial position:

	<u>2012</u>	<u>2011</u>
	\$	\$
<u>Deferred tax assets (liabilities) recognised in profit or loss:</u>		
Excess of tax values over net book value of plant and equipment	(5,614)	(16,864)
Other provisions	36,254	162
Deferred tax assets/ (liabilities)	<u>30,640</u>	<u>(16,702)</u>
Deferred tax assets not recognised	<u>(30,640)</u>	<u>-</u>
Net balance	<u>-</u>	<u>(16,702)</u>

9. Income Tax (Cont'd)

9C. Deferred tax balance in the statement of financial position: (Cont'd)

	<u>2012</u>	<u>2011</u>
	\$	\$
<u>Unrecorded deferred asset:</u>		
Unused tax losses available	125,662	248,170
Deferred tax asset has not been recognised	<u>125,662</u>	<u>248,170</u>

No deferred tax asset has been recognised in respect of the above balance, as the future profit streams are not probable.

For the Singapore companies, the realisation of the future income tax benefits from tax loss 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.

10. Plant and Equipment

	<u>Computer and software packages</u>	<u>Furniture and fittings</u>	<u>Electrical equipment</u>	<u>Office equipment</u>	<u>Office renovation</u>	<u>Total</u>
	\$	\$	\$	\$	\$	\$
<u>Cost:</u>						
At 1 April 2010	1,334,064	169,418	12,388	153,364	287,906	1,957,140
Additions	31,381	–	–	7,599	–	38,980
At 31 March 2011	1,365,445	169,418	12,388	160,963	287,906	1,996,120
Additions	8,211	–	–	14,135	–	22,346
At 31 March 2012	<u>1,373,656</u>	<u>169,418</u>	<u>12,388</u>	<u>175,098</u>	<u>287,906</u>	<u>2,018,466</u>
<u>Accumulated depreciation:</u>						
At 1 April 2010	1,138,073	169,226	12,388	139,174	225,209	1,684,070
Depreciation charge for the year	128,168	178	–	8,546	44,327	181,219
At 31 March 2011	1,266,241	169,404	12,388	147,720	269,536	1,865,289
Depreciation charge for the year	80,057	14	–	8,450	15,805	104,326
At 31 March 2012	<u>1,346,298</u>	<u>169,418</u>	<u>12,388</u>	<u>156,170</u>	<u>285,341</u>	<u>1,969,615</u>
<u>Net book value:</u>						
At 1 April 2010	195,991	192	–	14,190	62,697	273,070
At 31 March 2011	99,204	14	–	13,243	18,370	130,831
At 31 March 2012	<u>27,358</u>	<u>–</u>	<u>–</u>	<u>18,928</u>	<u>2,565</u>	<u>48,851</u>

The depreciation expense is charged to administrative and operating expenses.

11. Trade and Other Receivables

	<u>2012</u>	<u>2011</u>
	\$	\$
<u>Trade receivables:</u>		
Outside parties	2,653,217	3,096,332
Less: Allowable for impairment	(209,457)	-
Parent company (Note 3)	177,536	413,179
Related company (Note 3)	1,256,069	319,291
Subtotal	<u>3,877,365</u>	<u>3,828,802</u>
<u>Other receivables:</u>		
Advance to staff	63,048	55,656
Related companies (Note 3)	761,296	179,000
Withholding tax	39,462	-
Other receivables	-	2,263
Subtotal	<u>863,806</u>	<u>236,919</u>
Total trade and other receivables	<u>4,741,171</u>	<u>4,065,721</u>
Presented in statement of financial position as follows:		
Current	4,136,371	4,065,721
Non-current portion of loan to a related company	<u>604,800</u>	<u>-</u>
Total trade and other receivables	<u>4,741,171</u>	<u>4,065,721</u>
	<u>2012</u>	<u>2011</u>
	\$	\$
<u>Movements in above allowance:</u>		
Balance at the beginning of the year	-	-
Charge for trade receivables to profit or loss included in other credits/ (charges)	<u>209,457</u>	<u>-</u>
Balance at the end of the year	<u>209,457</u>	<u>-</u>

Loan to a related company – The loan of \$761,296 is at 2% over Libor per year. The loan is repayable in 5 yearly instalments commencing from 31 December 2012. The fair value is not significantly different from the carrying value of the loan.

12. Other Assets

	<u>2012</u>	<u>2011</u>
	\$	\$
Accrued income	620,690	140,252
Deposits	103,449	90,723
Prepayments	99,222	100,390
Deferred expense	224,250	-
Other (Advance tax Korea)	3,228	2,108
	<u>1,050,839</u>	<u>333,473</u>

13. Cash and Cash Equivalents

	<u>2012</u> \$	<u>2011</u> \$
Not restricted in use	<u>1,669,534</u>	<u>2,338,860</u>
	<u>1,669,534</u>	<u>2,338,860</u>

The interest earning balances are not significant.

13A. Cash and Cash Equivalents in Statement of Cash Flow:

	<u>2012</u> \$	<u>2011</u> \$
As shown above	<u>1,669,534</u>	<u>2,338,860</u>
Cash and cash equivalents for statement of cash flows purposes at end of year	<u>1,669,534</u>	<u>2,338,860</u>

14. Share Capital

	<u>Number of shares issued</u>	<u>Share capital</u> \$
Ordinary shares of no par value:		
Balance at beginning of the year 1 April 2010	<u>625,000</u>	<u>625,000</u>
Balance at end of the year 31 March 2011	<u>625,000</u>	<u>625,000</u>
Balance at end of the year 31 March 2012	<u>625,000</u>	<u>625,000</u>

The ordinary shares of no par value which are fully paid carry no right to fixed income. The company is not subject to any externally imposed capital requirements.

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 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.

There are insignificant external borrowings. The debt-to-adjusted capital ratio does not provide a meaningful indicator of the risk of borrowing.

15. Share-Based Payments

Information regarding the Share Option Plan of the holding company is set out below:

- (i) The parent company currently has two Employee Stock Option Plan (ESOP) Schemes, ESOP Scheme – 2002 and ESOP Scheme – 2006. These schemes were duly approved by the Board of Directors and Shareholders in their respective meetings
- (ii) The options vest between 1 to 4 years from the grant date. An employee should be in continuous employment for a period of 3 years on the vesting date.
- (iii) The options can be exercised within 2 years of vesting date.

Movements in the number of share options and their related weighted average exercise prices are as follows:

	Weighted average exercise price <u>2012</u> \$	No. of options <u>2012</u>	Weighted average exercise price <u>2011</u> \$	No. of options <u>2011</u>
At 1 April and 31 March 2012	10.12	<u>2,000</u>	12.47	<u>7,000</u>
Exercisable at 31 March 2012		<u>2,000</u>		<u>2,000</u>

Share options outstanding at the end of the year are summarised below.

Date of grant of options	Exercise price \$	Options outstanding	
		<u>2012</u>	<u>2011</u>
9 December 2006	12.48	–	3,500
9 December 2006	12.48	<u>2,000</u>	<u>3,500</u>
		<u>2,000</u>	<u>7,000</u>

During the period, 5,000 (2011: 2,000) share options granted to an employee had expired. The grant date fair values of the options as originally priced of \$68,107 (2011: \$24,632) were reversed from capital reserve to retained earnings.

The weighted average remaining contractual life for options outstanding at the year end is 0.69 years (2011: 0.98 years).

15. Share-Based Payments (Cont'd)

The fair value of services received in return for stock options granted are measured by reference to the fair value of share options granted. The estimate of the fair value of the services received is based on a Black-Scholes model. The fair value of share options and assumptions are set out below:

Date of grant of options	9 December 2006
Weighted average fair value of share options at measurement date	<u>\$10.12</u>
Share price	\$17.41
Exercise price	\$10.12 - \$12.48
Expected volatility	62.96% - 147.15%
Expected option life	3 - 6 years
Expected dividends	0.84%
Risk-free interest rate	8%

The expected volatility is based on historic volatility.

16. Trade and Other Payables

	<u>2012</u> \$	<u>2011</u> \$
<u>Trade payables:</u>		
Outside parties and accrued liabilities	1,184,248	976,376
Related company (Note 3)	375,400	366,425
Parent company (Note 3)	216,356	205,631
Subtotal	<u>1,776,004</u>	<u>1,548,432</u>
<u>Other payables:</u>		
Other payables (Note 3)	-	860
Parent company (Note 3)	30,412	-
Subtotal	<u>30,412</u>	<u>860</u>
Total trade and other payables	<u>1,806,416</u>	<u>1,549,292</u>

17. Other Liabilities

	<u>2012</u> \$	<u>2011</u> \$
Advance billings to customers	<u>553,861</u>	<u>587,064</u>

18. 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:

	<u>2012</u>	<u>2011</u>
	\$	\$
Not later than one year	400,637	263,712
Later than one year and not alter than five years	156,184	331,891
Later than five years	<u>-</u>	<u>-</u>
Rental expenses for the year	<u>386,462</u>	<u>607,684</u>

Operating lease payments are for rentals payable for office premises and guest house.

- (a) The leases in respect of the office premises in Singapore are for 3 years and 1 year from 1 September 2010 and 8 October 2011 respectively.
- (b) The leases in respect of the guest house in Singapore are for 1 year from 1 April 2011, 1 September 2011, 1 November 2011, 1 December 2011, 11 December 2011, 25 February 2012 and 4 April 2012 respectively.
- (c) The lease in respect of the office premise in Philippine is for 1 year from 1 January 2012.
- (d) The lease in respect of the office premise in Korea is for 1 year from 1 January 2011.

19. Financial Instruments: Information on Financial Risks

19A. 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:

	<u>2012</u>	<u>2011</u>
	\$	\$
<u>Financial assets:</u>		
Cash and cash equivalents	1,669,534	2,338,860
Trade and other receivables	4,741,171	4,065,721
At end of the year	<u>6,410,705</u>	<u>6,404,581</u>
<u>Financial liabilities:</u>		
Trade and other payables	1,806,416	1,549,292
At end of the year	<u>1,806,416</u>	<u>1,549,292</u>

Further quantitative disclosures are included throughout these financial statements.

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

19. Financial Instruments: Information on Financial Risks (Cont'd)

19B. Financial Risk Management

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 is exposure 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. The management has certain practices for the management of financial risks. However, these are not documented in formal written documents. The following guidelines are followed: All financial risk management activities are carried out and monitored by senior management staff. All financial risk management activities are carried out following good market practices.

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

19C. Fair Values of Financial Instruments

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

19D. 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. 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 and any derivative financial instruments is limited because the counter-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. There is no significant concentration of credit risk, as the exposure is spread over a large number of counter-parties and customers unless otherwise disclosed in the notes to the financial statements below.

Note 13 discloses the maturity of the cash and cash equivalents balances.

As part of the process of setting customer credit limits, different credit terms are used. The average credit period generally granted to trade receivable customers is about 60 to 90 days (2011: 60 to 90 days). But some customers take a longer period to settle the amounts.

(a) Ageing analysis of the age of trade receivable amounts that are past due as at the end of reporting period but not impaired:

	<u>2012</u>	<u>2011</u>
	\$	\$
Less than 60 days	2,409,828	471,990
61 to 90 days	733,499	721,113
91 to 180 days	390,986	80,818
More than 180 days	119,426	630,787
	<u>3,653,739</u>	<u>1,904,708</u>

19. Financial Instruments: Information on Financial Risks (Cont'd)

19D. Credit Risk on Financial Assets (Cont'd)

(b) Ageing analysis as at the end of reporting year of trade receivable amounts that are impaired:

	<u>2012</u>	<u>2011</u>
	\$	\$
Trade receivables		
More than 180 days	<u>209,457</u>	<u>–</u>

The allowance of \$209,457 (2011: \$Nil) which is disclosed in Note 11 on trade receivables is based on individual accounts that are determined to be impaired at the end of the reporting year. These are not secured.

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

Concentration of trade receivable customers as at end of reporting year:

	<u>2012</u>	<u>2011</u>
	\$	\$
Top 1 customer	1,256,069	810,954
Top 2 customers	2,088,252	1,352,579
Top 3 customers	<u>2,429,610</u>	<u>1,858,834</u>

19E. Liquidity Risk

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

	Less than <u>1 year</u> \$
Non-derivative financial liabilities:	
<u>2012:</u>	
Trade and other payables	<u>1,806,416</u>
<u>2011:</u>	
Trade and other payables	<u>1,549,292</u>

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 about 50 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.

19F. Interest Rate Risk

The interest rate risk exposure is mainly from changes in fixed rate and floating interest rates. The interest from financial assets and liabilities including cash balances is not significant

19. Financial Instruments: Information on Financial Risks (Cont'd)

19G. Foreign Currency Risks

Analysis of amounts denominated in non-functional currency:

	Korean <u>Won</u> \$	Japanese <u>Yen</u> \$	Philippine <u>Peso</u> \$	<u>US Dollar</u> \$	<u>Total</u> \$
<u>2012:</u>					
<u>Financial assets:</u>					
Trade and other receivables	62,484	1,181,927	-	2,308,724	3,553,135
Cash and cash equivalents	186,527	94,252	31,180	1,296,011	1,607,970
Total financial assets	<u>249,011</u>	<u>1,276,179</u>	<u>31,180</u>	<u>3,604,735</u>	<u>5,161,105</u>
	Korean <u>Won</u> \$	Japanese <u>Yen</u> \$	Philippine <u>Peso</u> \$	<u>US Dollars</u> \$	<u>Total</u> \$
<u>2012:</u>					
<u>Financial liabilities:</u>					
Trade and other payables	-	221,146	-	754,779	975,925
Total financial liabilities	<u>-</u>	<u>221,146</u>	<u>-</u>	<u>754,779</u>	<u>975,925</u>
Net financial assets at the end of financial year	<u>249,011</u>	<u>1,055,033</u>	<u>31,180</u>	<u>2,849,956</u>	<u>4,185,180</u>
	Korean <u>Won</u> \$	Japanese <u>Yen</u> \$	Philippine <u>Peso</u> \$	<u>US Dollar</u> \$	<u>Total</u> \$
<u>2011:</u>					
<u>Financial assets:</u>					
Trade and other receivables	64,709	187,187	-	2,294,864	2,546,760
Cash and cash equivalents	237,598	538,123	8,925	605,336	1,389,982
Total financial assets	<u>302,307</u>	<u>725,310</u>	<u>8,925</u>	<u>2,900,200</u>	<u>3,936,742</u>
	Korean <u>Won</u> \$	Japanese <u>Yen</u> \$	Philippine <u>Peso</u> \$	<u>US Dollar</u> \$	<u>Total</u> \$
<u>2011:</u>					
<u>Financial liabilities:</u>					
Trade and other payables	74,619	-	-	366,425	441,044
Total financial liabilities	<u>74,619</u>	<u>-</u>	<u>-</u>	<u>366,425</u>	<u>441,044</u>
Net financial assets at the end of financial year	<u>227,688</u>	<u>725,310</u>	<u>8,925</u>	<u>2,533,775</u>	<u>3,495,698</u>

There is exposure to foreign currency risk as part of its normal business.

19. Financial Instruments: Information on Financial Risks (Cont'd)

19G. Foreign Currency Risks (Cont'd)

Sensitivity analysis:

	<u>2012</u>	<u>2011</u>
	\$	\$
A hypothetical 10% strengthening in the exchange rate of the functional currency \$ against all other currencies with all other variables held constant would have an adverse effect on pre-tax profit of	(25,472)	(21,510)
A hypothetical 10% strengthening in the exchange rate of the functional currency \$ against the US\$ with all other variables held constant would have an adverse effect on post-tax profit of	(259,087)	(230,343)
A hypothetical 10% strengthening in the exchange rate of the functional currency \$ against the Japanese Yen with all other variables held constant would have an adverse effect on post-tax profit of	<u>(95,912)</u>	<u>(65,937)</u>

20. Changes and Adoption of Financial Reporting Standards

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

<u>FRS No.</u>	<u>Title</u>
FRS 1	Presentation of Financial Statements Disclosures (Amendments to)
FRS 24	Related Party Disclosures (revised)
FRS 27	Consolidated and Separate Financial Statements (Amendments to) (*)
FRS 32	Classification Of Rights Issues (Amendments to)
FRS 34	Interim Financial Reporting (Amendments to) (*)
FRS 103	Business Combinations (Amendments to) (*)
FRS 107	Financial Instruments: Disclosures (Amendments to)
FRS 107	Financial Instruments: Disclosures (Amendments to) - Transfers of Financial Assets (*)
INT FRS 113	Customer Loyalty Programmes (Amendments to) (*)
INT FRS 114	Prepayments of a Minimum Funding Requirement (revised) (*)
INT FRS 115	Agreements for the Construction of Real Estate (*)
INT FRS 119	Extinguishing Financial Liabilities with Equity (*)

(*) Not relevant to the entity.

21. 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.

<u>FRS No.</u>	<u>Title</u>	<u>Effective date for periods beginning on or after</u>
FRS 1	Amendments to FRS 1 – Presentation of Items of Other Comprehensive Income	1 Jul 2012
FRS 12	Deferred Tax (Amendments to) – Recovery of Underlying Assets (*)	1 Jan 2012
FRS 19	Employee Benefits	1 Jan 2013
FRS 27	Consolidated and Separate Financial Statements (Amendments to) (*)	1 Jul 2011
FRS 27	Separate Financial Statements (*)	1 Jan 2013
FRS 28	Investments in Associates and Joint Ventures (*)	1 Jan 2013
FRS 107	Financial Instruments: Disclosures (Amendments to) - Transfers of Financial Assets (*)	1 Jul 2011
FRS 110	Consolidated Financial Statements (*)	1 Jan 2013
FRS 111	Joint Arrangements (*)	1 Jan 2013
FRS 112	Disclosure of Interests in Other Entities (*)	1 Jan 2013
FRS 113	Fair Value Measurements (*)	1 Jan 2013

(*) Not relevant to the entity.