

GOLDEN AGRI-RESOURCES LTD
Half Year Financial Statement And Dividend Announcement
**PART I - INFORMATION REQUIRED FOR ANNOUNCEMENTS OF QUARTERLY (Q1, Q2 & Q3),
 HALF-YEAR AND FULL YEAR RESULTS**
**1(a) An income statement (for the group) together with a comparative statement for the
 corresponding period of the immediately preceding financial year**
**UNAUDITED CONSOLIDATED INCOME STATEMENT
 FOR THE PERIOD ENDED 30 JUNE 2009**

	1st Half 2009 <u>US\$'000</u>	(Restated) 1st Half 2008 <u>US\$'000</u>	Change %	2nd Qtr 2009 <u>US\$'000</u>	(Restated) 2nd Qtr 2008 <u>US\$'000</u>	Change %
Revenue	977,826	1,564,042	(37.5)	565,594	816,609	(30.7)
Cost of sales	<u>(784,075)</u>	<u>(999,695)</u>	(21.6)	<u>(435,279)</u>	<u>(516,886)</u>	(15.8)
Gross Profit	<u>193,751</u>	<u>564,347</u>	(65.7)	<u>130,315</u>	<u>299,723</u>	(56.5)
Operating expenses						
Selling expenses	(33,300)	(119,603)	(72.2)	(18,749)	(68,640)	(72.7)
General and administrative expenses	<u>(51,835)</u>	<u>(53,640)</u>	(3.4)	<u>(29,868)</u>	<u>(26,968)</u>	10.8
Total operating expenses	<u>(85,135)</u>	<u>(173,243)</u>	(50.9)	<u>(48,617)</u>	<u>(95,608)</u>	(49.1)
Operating profit	108,616	391,104	(72.2)	81,698	204,115	(60.0)
Other income/(expenses)						
Financial income	2,330	2,322	0.3	1,305	1,170	11.5
Financial expenses	(24,129)	(17,629)	36.9	(13,157)	(8,094)	62.6
Share of results of associated companies, net	2,297	2,945	(22.0)	695	1,185	(41.4)
Foreign exchange (loss)/gain	(8,124)	6,060	n.m.	(4,783)	1,274	n.m.
Other operating income, net	<u>5,655</u>	<u>3,297</u>	71.5	<u>3,909</u>	<u>3,093</u>	26.4
	<u>(21,971)</u>	<u>(3,005)</u>	631.1	<u>(12,031)</u>	<u>(1,372)</u>	776.9
Exceptional item						
Negative goodwill	<u>-</u>	<u>18,067</u>	(100.0)	<u>-</u>	<u>18,067</u>	(100.0)
Profit before tax	86,645	406,166	(78.7)	69,667	220,810	(68.4)
Tax	<u>(23,191)</u>	<u>(108,302)</u>	(78.6)	<u>(14,459)</u>	<u>(60,537)</u>	(76.1)
Profit for the period	<u>63,454</u>	<u>297,864</u>	(78.7)	<u>55,208</u>	<u>160,273</u>	(65.6)
Attributable to:						
Equity holders of the Company	63,680	291,858	(78.1)	55,104	156,150	(64.7)
Minority interests	<u>(226)</u>	<u>6,006</u>	n.m.	<u>104</u>	<u>4,123</u>	(97.5)
	<u>63,454</u>	<u>297,864</u>	(78.7)	<u>55,208</u>	<u>160,273</u>	(65.6)

Notes (1) n.m. – not meaningful.

(2) Certain comparative figures have been restated to conform to current period's presentation and practice on determining the fair value of biological assets, please refer to Note 5 for further details.

ADDITIONAL INFORMATION

(A) Earnings before tax, minority interests, interest on borrowings, depreciation and amortisation, foreign exchange gain/(loss), exceptional items and share of results of associated companies (“EBITDA”)

	1st Half 2009 <u>US\$'000</u>	(Restated) 1st Half 2008 <u>US\$'000</u>	Change %	2nd Qtr 2009 <u>US\$'000</u>	(Restated) 2nd Qtr 2008 <u>US\$'000</u>	Change %
Earnings before tax, minority interests, interest on borrowings, depreciation and amortisation, foreign exchange gain/(loss), exceptional item and share of results of associated companies (“EBITDA”)	148,242	423,725	(65.0)	102,979	222,215	(53.7)
Interest on borrowings	(23,946)	(17,053)	40.4	(13,157)	(7,775)	69.2
Depreciation and amortisation	(31,824)	(27,578)	15.4	(16,067)	(14,156)	13.5
Foreign exchange (loss)/gain	(8,124)	6,060	n.m.	(4,783)	1,274	n.m.
Exceptional item	-	18,067	(100.0)	-	18,067	(100.0)
Profit before tax, minority interests, but after interest on borrowings, depreciation and amortisation, exchange gain/(loss) and exceptional item	84,348	403,221	(79.1)	68,972	219,625	(68.6)
Share of results of associated companies, net	2,297	2,945	(22.0)	695	1,185	(41.4)
Profit before tax	<u>86,645</u>	<u>406,166</u>	(78.7)	<u>69,667</u>	<u>220,810</u>	(68.4)

- Notes**
- (1) n.m. – not meaningful
 - (2) Certain comparative figures have been restated to conform to current period's presentation and practice on determining the fair value of biological assets, please refer to Note 5 for further details.

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

UNAUDITED STATEMENTS OF FINANCIAL POSITION

	Group		Company	
	As at		As at	
	30/6/2009	31/12/2008	30/6/2009	31/12/2008
	US\$'000	US\$'000	US\$'000	US\$'000
Assets				
Current Assets				
Cash and cash equivalents	85,935	133,214	1,101	1,249
Short-term investments	42,993	4,556	-	-
Trade receivables	104,304	140,830	-	-
Other receivables (note (a))	249,475	180,797	396	409
Inventories	380,267	248,084	-	-
	862,974	707,481	1,497	1,658
Non-Current Assets				
Long-term receivables and assets (note (b))	162,012	186,790	-	-
Long-term investments	25,050	25,050	-	-
Subsidiary companies	-	-	1,730,437	1,727,746
Associated companies	6,614	4,406	-	-
Property, plant and equipment	1,011,103	971,004	-	-
Biological assets	4,821,919	4,794,558	-	-
Deferred income tax	28,713	12,252	-	-
Deferred charges	6,511	6,147	-	-
Brands and trademarks	1,761	1,921	-	-
Goodwill	115,898	115,898	-	-
	6,179,581	6,118,026	1,730,437	1,727,746
Total Assets	7,042,555	6,825,507	1,731,934	1,729,404

UNAUDITED STATEMENTS OF FINANCIAL POSITION (cont'd)

	Group		Company	
	As at		As at	
	30/6/2009	31/12/2008	30/6/2009	31/12/2008
	US\$'000	US\$'000	US\$'000	US\$'000
Liabilities and Equity				
Current Liabilities				
Short-term loans	343,421	309,543	10,000	10,000
Trade payables	187,267	150,969	-	-
Other payables (note(c))	58,711	54,504	45,046	49,144
Taxes payable	33,641	32,967	116	361
Obligations under finance leases	6	6	-	-
	623,046	547,989	55,162	59,505
Non-Current Liabilities				
Obligations under finance leases	21	24	-	-
Long-term borrowings	315,884	244,344	-	-
Deferred income tax	1,316,167	1,310,747	-	-
Long-term payables	16,676	15,573	-	-
	1,648,748	1,570,688	-	-
Total Liabilities	2,271,794	2,118,677	55,162	59,505
Equity Attributable to Equity Holders of the Company				
Issued capital	259,373	249,397	259,373	249,397
Share premium	762,256	772,232	1,397,126	1,407,102
Other paid-in capital	184,318	184,318	-	-
Other reserve	1,136	1,136	-	-
Hedging reserve	(1,102)	(1,834)	-	-
Foreign currency translation reserve	15,537	15,783	-	-
Cumulative translation adjustments	(16,684)	(16,684)	-	-
Retained earnings	3,473,058	3,409,378	20,273	13,400
	4,677,892	4,613,726	1,676,772	1,669,899
Minority Interests	92,869	93,104	-	-
Total Equity	4,770,761	4,706,830	1,676,772	1,669,899
Total Liabilities and Equity	7,042,555	6,825,507	1,731,934	1,729,404

UNAUDITED STATEMENTS OF FINANCIAL POSITION (cont'd)

Note:

(a) Other Receivables

	Group		Company	
	As at		As at	
	30/6/2009 US\$'000	31/12/2008 US\$'000	30/6/2009 US\$'000	31/12/2008 US\$'000
Prepaid expenses	25,009	10,404	20	24
Prepaid value added tax, net	59,761	31,153	-	-
Advances to suppliers	101,361	75,381	-	-
Others	34,002	34,810	-	8
	<u>220,133</u>	<u>151,748</u>	<u>20</u>	<u>32</u>
Related parties	29,342	29,049	376	377
	<u>249,475</u>	<u>180,797</u>	<u>396</u>	<u>409</u>

(b) Long-Term Receivables and Assets

	Group		Company	
	As at		As at	
	30/6/2009 US\$'000	31/12/2008 US\$'000	30/6/2009 US\$'000	31/12/2008 US\$'000
Associated company	6,774	6,535	-	-
Loan receivable	17,976	19,752	-	-
Tax recoverable	71,162	93,383	-	-
Advances for project plasma plantations	6,720	7,255	-	-
Advances for project and purchase of fixed assets	43,767	46,418	-	-
Land clearing	8,299	7,539	-	-
Advances for investments in land	3,750	3,557	-	-
Others	3,564	2,351	-	-
	<u>162,012</u>	<u>186,790</u>	<u>-</u>	<u>-</u>

(c) Other Payables

	Group		Company	
	As at		As at	
	30/6/2009 US\$'000	31/12/2008 US\$'000	30/6/2009 US\$'000	31/12/2008 US\$'000
Advances from customers	15,207	12,550	-	-
Accrued expenses	19,288	16,442	133	300
Others	23,361	23,181	74	245
	<u>57,856</u>	<u>52,173</u>	<u>207</u>	<u>545</u>
Related parties	855	2,331	44,839	48,599
	<u>58,711</u>	<u>54,504</u>	<u>45,046</u>	<u>49,144</u>

1(b)(ii) Aggregate amount of group's borrowings and debt securities

	As at 30/6/2009			As at 31/12/2008		
	Secured	Unsecured	Total	Secured	Unsecured	Total
Amount repayable in one year or less, or on demand	333,427	10,000	343,427	299,549	10,000	309,549
Amount repayable after one year	315,165	740	315,905	200,785	43,583	244,368
Total	648,592	10,740	659,332	500,334	53,583	553,917

Details of any collateral

The secured loans are collateralised by certain short-term investments, inventories, trade receivables, biological assets and property, plant and equipment.

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

UNAUDITED CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE PERIOD ENDED 30 JUNE 2009

(Amounts in United States dollars)

	1st Half	(Restated)	2nd Qtr	(Restated)
	2009	1st Half	2009	2nd Qtr
	<u>US\$'000</u>	<u>US\$'000</u>	<u>US\$'000</u>	<u>US\$'000</u>
Cash flows from operating activities				
Profit before tax	86,645	406,166	69,667	220,810
Adjustments for:				
Depreciation	31,363	27,307	15,845	14,102
Amortisation	461	271	222	54
Unrealised foreign exchange loss on short-term loans, long-term borrowings and receivables, net	4,896	3,576	2,935	4,715
Share of results of associated companies, net	(2,297)	(2,945)	(695)	(1,185)
Gain on disposal of property, plant and equipment	(268)	(242)	(139)	(192)
Property, plant & equipment written off	431	195	240	125
Write back of allowance for impairment loss on inventories	(2,492)	-	(963)	-
Negative goodwill	-	(18,067)	-	(18,067)
Interest income	(2,330)	(2,322)	(1,305)	(1,170)
Interest expense	23,946	17,053	13,157	7,775
Operating cash flow before working capital changes	140,355	430,992	98,964	226,967
Changes in operating assets and liabilities:				
Trade receivables	36,526	(26,216)	(39,852)	23,224
Other receivables	(61,694)	(33,736)	(64,287)	6,739
Inventories	(129,691)	(175,035)	(110,358)	(141,388)
Trade payables	36,298	61,776	50,844	75,020
Other payables	8,421	(336)	11,749	(3,051)
Cash generated from operations	30,215	257,445	(52,940)	187,511

**UNAUDITED CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE PERIOD ENDED 30 JUNE 2009 (Cont'd)**

		(Restated)		(Restated)
	1st Half 2009	1st Half 2008	2nd Qtr 2009	2nd Qtr 2008
	<u>US\$'000</u>	<u>US\$'000</u>	<u>US\$'000</u>	<u>US\$'000</u>
Cash generated from operations	30,215	257,445	(52,940)	187,511
Tax (paid)/refund	(20,426)	(94,790)	14,510	(68,648)
Interest received	1,972	2,615	1,313	1,278
Interest paid	(24,803)	(15,967)	(13,148)	(7,110)
Net cash (used)/from operating activities	<u>(13,042)</u>	<u>149,303</u>	<u>(50,265)</u>	<u>113,031</u>
Cash flows from investing activities				
Proceeds from sale of property, plant and equipment	2,946	1,473	684	775
Proceeds from sale of biological assets	599	990	-	523
Capital expenditure on property, plant and equipment	(75,119)	(77,489)	(45,238)	(44,554)
Capital expenditure on biological assets	(25,491)	(26,159)	(15,280)	(12,187)
Net (increase)/decrease in short-term investments	(38,437)	18,092	(32,030)	56,088
Investments in Plasma/KKPA Program plantations, net	(309)	(1,643)	-	(217)
Acquisition of subsidiaries, net of cash acquired	-	(5,001)	-	(5,001)
Investment in deferred expenditure	(642)	(20)	(541)	324
Increase in long-term receivables and assets	558	(16,583)	4,870	(8,101)
Net cash used in investing activities	<u>(135,895)</u>	<u>(106,340)</u>	<u>(87,535)</u>	<u>(12,350)</u>
Cash flows from financing activities				
Proceeds from short-term loans	142,229	176,879	67,278	61,500
Proceeds from long-term borrowings	155,276	67,799	82,650	67,052
Payment of dividends	-	(36,842)	-	(36,842)
Payments of short-term loans	(123,691)	(112,133)	(37,947)	(66,889)
Payments of long-term borrowings	(70,327)	(51,268)	(15,356)	(42,037)
Payments of obligations under finance leases	(3)	(293)	(1)	(144)
Deferred loan charges and long-term bank loan administration costs	(1,826)	-	(283)	-
Increase in time deposits pledged	(9,561)	(75,588)	(10,577)	(60,018)
Net cash from/(used in) financing activities	<u>92,097</u>	<u>(31,446)</u>	<u>85,764</u>	<u>(77,378)</u>
Net (decrease)/increase in cash and cash equivalents	<u>(56,840)</u>	<u>11,517</u>	<u>(52,036)</u>	<u>23,303</u>
Cash and cash equivalents at beginning of the period	<u>128,606</u>	<u>120,505</u>	<u>123,802</u>	<u>108,719</u>
Cash and cash equivalents at end of the period				
(See Note below)	<u>71,766</u>	<u>132,022</u>	<u>71,766</u>	<u>132,022</u>

Note:

Cash and cash equivalents included in consolidated cash flow consist of the following:

	30/6/2009 <u>US\$'000</u>	30/6/2008 <u>US\$'000</u>
Time deposits, cash and bank balances	85,935	211,592
Less: Time deposits pledged	(14,169)	(79,570)
	<u>71,766</u>	<u>132,022</u>

1(d) (i) A statement of total comprehensive income together with a comparative statement for the corresponding period of the immediately preceding financial year

**UNAUDITED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE PERIOD ENDED 30 JUNE 2009**

	1st Half 2009 US\$'000	(Restated) 1st Half 2008 US\$'000	2nd Qtr 2009 US\$'000	(Restated) 2nd Qtr 2008 US\$'000
Profit for the period	63,454	297,864	55,208	160,273
Other comprehensive income				
Foreign currency translation differences on consolidation	(255)	11,243	1,270	5,817
Changes in fair value of cash flow hedges	732	16,036	(1,102)	-
Other comprehensive income, net of tax	477	27,279	168	5,817
Total comprehensive income for the period	<u>63,931</u>	<u>325,143</u>	<u>55,376</u>	<u>166,090</u>
Total comprehensive income attributable to:				
Equity holders of the Company	64,166	318,596	55,269	161,681
Minority holders	(235)	6,547	107	4,409
	<u>63,931</u>	<u>325,143</u>	<u>55,376</u>	<u>166,090</u>

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

<u>The Company</u>	Issued Capital US\$'000	Share Premium US\$'000	Retained Earnings US\$'000	Total US\$'000
Balance as at 1 Jan 2009	249,397	1,407,102	13,400	1,669,899
Profit for the period, representing total comprehensive income for the period	-	-	1,837	1,837
Balance as at 31 Mar 2009	<u>249,397</u>	<u>1,407,102</u>	<u>15,237</u>	<u>1,671,736</u>
Issuance of shares pursuant to Bonus Issue	9,976	(9,976)	-	-
Profit for the period, representing total comprehensive income for the period	-	-	5,036	5,036
Balance as at 30 Jun 2009	<u>259,373</u>	<u>1,397,126</u>	<u>20,273</u>	<u>1,676,772</u>
Balance as at 1 Jan 2008	249,397	1,406,970	36,837	1,693,204
Profit for the period, representing total comprehensive income for the period	-	-	6,565	6,565
Balance as at 31 Mar 2008	<u>249,397</u>	<u>1,406,970</u>	<u>43,402</u>	<u>1,699,769</u>
Profit for the period, representing total comprehensive income for the period	-	-	52,501	52,501
Dividends paid for 2007	-	-	(36,768)	(36,768)
Balance as at 30 Jun 2008	<u>249,397</u>	<u>1,406,970</u>	<u>59,135</u>	<u>1,715,502</u>

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

	←-----Attributable to Equity Holders of the Company-----→									Minority Interests	Total Equity
	Issued Capital	Share Premium	Other Paid-in Capital	Other Reserve	Hedging Reserve	Foreign Currency Translation Reserve	Retained Earnings	Cumulative Translation Adjustment	Total		
The Group	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000
Balance as at 1 Jan 2009	249,397	772,232	184,318	1,136	(1,834)	15,783	3,409,378	(16,684)	4,613,726	93,104	4,706,830
Total comprehensive Income/(expenses) for the period	-	-	-	-	1,834	(1,513)	8,576	-	8,897	(342)	8,555
Balance as at 31 Mar 2009	249,397	772,232	184,318	1,136	-	14,270	3,417,954	(16,684)	4,622,623	92,762	4,715,385
Total comprehensive Income/(expenses) for the period	-	-	-	-	(1,102)	1,267	55,104	-	55,269	107	55,376
Issuance of shares pursuant to Bonus Issue	9,976	(9,976)	-	-	-	-	-	-	-	-	-
Balance as at 30 Jun 2009	259,373	762,256	184,318	1,136	(1,102)	15,537	3,473,058	(16,684)	4,677,892	92,869	4,770,761
	←-----Attributable to Equity Holders of the Company-----→									Minority Interests	Total Equity
The Group	Issued Capital	Share Premium	Other Paid-in Capital	Other Reserve	Hedging Reserve	Foreign Currency Translation Reserve	Retained Earnings	Cumulative Translation Adjustment	Total		
	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000
Balance as at 1 Jan 2008	249,397	772,100	184,318	1,136	(16,036)	9,139	2,119,196	(16,684)	3,302,566	78,644	3,381,210
Total comprehensive income for the period	-	-	-	-	16,036	5,171	135,708	-	156,915	2,138	159,053
Balance as at 31 Mar 2008	249,397	772,100	184,318	1,136	-	14,310	2,254,904	(16,684)	3,459,481	80,782	3,540,263
Total comprehensive income for the period	-	-	-	-	-	5,531	156,150	-	161,681	4,409	166,090
Dividends paid for 2007	-	-	-	-	-	-	(36,768)	-	(36,768)	(74)	(36,842)
Balance as at 30 Jun 2008	249,397	772,100	184,318	1,136	-	19,841	2,374,286	(16,684)	3,584,394	85,117	3,669,511

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

The Company did not have treasury shares as at 30 June 2009 and 2008.

On 2 April 2009, 399,033,766 ordinary shares of US\$0.025 each have been allotted and issued to the shareholders of the Company pursuant to the bonus issue on the basis of one bonus share credited as fully paid by capitalisation of the Company's share premium account, for every 25 existing shares held in the Company. Accordingly, the issued share capital of the Company as at 30 June 2009 increased to US\$259,373,439, comprising 10,374,937,558 ordinary shares of US\$0.025 each.

Subsequent to the period end and on 24 July 2009, 1,763,739,384 new ordinary shares and 705,493,728 warrants were allotted and issued pursuant to the rights issue exercise on the basis of 17 new ordinary shares for every 100 existing shares held in the Company and 2 warrants for every 5 new ordinary shares subscribed, thus bringing the total number of issued ordinary shares to 12,138,676,942 ordinary shares of US\$0.025 each.

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

The total number of issued shares excluding treasury shares as at 30 June 2009 and 31 December 2008 was 10,374,937,558 ordinary shares of US\$0.025 each and 9,975,903,792 ordinary shares of US\$0.025 each, respectively.

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

Not applicable.

2. Whether the figures have been audited, or reviewed and in accordance with which standard (e.g. the Singapore Standard on Auditing 910 (Engagements to Review Financial Statements), or an equivalent standard)

These figures have not been audited, or reviewed by the auditors.

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

Not applicable.

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

Except as disclosed in Note 5 below, the Group has adopted accounting policies and methods of computation consistent with those used in the most recent audited annual financial statements for the year ended 31 December 2008.

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

The fair value of the Group's biological assets (plantations) is determined based on the present value of their expected net cash inflows using certain market inputs. In view of the current economic condition, in order to minimise volatility in the fair value adjustments during the interim periods and to better reflect the Group's intention to hold these plantation for long-term purposes, the Group has adopted the practice of determining the fair value of its biological assets on an annual basis. Accordingly, the comparative figures for 1H2008 and 2Q2008 have been restated to conform to the current period's practice and presentation.

<u>Consolidated Income Statements</u>	1H2008	1H2008	2Q2008	2Q2008
	As restated	As previously reported	As restated	As previously reported
	US\$'000	US\$'000	US\$'000	US\$'000
Net gain from changes in fair value of biological assets	-	1,085,866	-	626,331
Operating profit	391,104	1,476,970	204,115	830,446
Profit before taxation	406,166	1,492,032	220,810	847,141
Taxation	108,302	434,062	60,537	248,436
Profit for the period	297,864	1,057,970	160,273	598,705
Profit attributable to equity holders of the Company	<u>291,858</u>	<u>1,024,995</u>	<u>156,150</u>	<u>582,170</u>

Other than the above, the Group adopted various revised IFRSs that are relevant to its operations and effective for period beginning 1 January 2009. The adoption has had no material impact on the Group's financial statements.

6. Earnings per ordinary share of the group for the current period reported on and the corresponding period of the immediately preceding financial year, after deducting any provision for preference dividends

	The Group			
	1st Half 2009	(Restated) 1st Half 2008	2nd Qtr 2009	(Restated) 2nd Qtr 2008
Earnings per ordinary share for the period after deducting any provision for preference dividends:-				
(i) Based on weighted average number of ordinary shares	USD0.63cents	USD2.93cents	USD0.53cents	USD1.57cents
- Weighted average numbers of shares	10,175,420,675	9,975,903,792	10,374,937,558	9,975,903,792
(ii) On a fully diluted basis	n.a.	n.a.	n.a.	n.a.

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

	The Group		The Company	
	As at 30 Jun 2009	As at 31 Dec 2008	As at 30 Jun 2009	As at 31 Dec 2008
Net asset value per ordinary share based on existing issued share capital of 10,374,937,558 shares as at 30 Jun 2009 (31 Dec 2008: 9,975,903,792)	US\$0.45	US\$0.46	US\$0.16	US\$0.17

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

(in US\$'000)	AGRI-BUSINESS		
For half year ended	Indonesia	China ⁽²⁾	Total
Revenue			
30 June 2009	716,516	261,310	977,826
30 June 2008	1,213,024	351,018	1,564,042
Increase/(Decrease)	(496,508)	(89,708)	(586,216)
Increase/(Decrease) %	(40.9)	(25.6)	(37.5)
Gross Profit			
30 June 2009	179,973	13,778	193,751
30 June 2008	546,587	17,760	564,347
Increase/(Decrease) in profit	(366,614)	(3,982)	(370,596)
Increase/(Decrease) %	(67.1)	(22.4)	(65.7)
EBITDA (see note (1))			
30 June 2009	138,013	10,229	148,242
30 June 2008	410,708	13,017	423,725
Increase/(Decrease) in profit	(272,695)	(2,788)	(275,483)
Increase/(Decrease) %	(66.4)	(21.4)	(65.0)
Interest on borrowings			
30 June 2009	23,038	908	23,946
30 June 2008	15,969	1,084	17,053
Increase/(Decrease)	7,069	(176)	6,893
Increase/(Decrease) %	44.3	(16.2)	40.4
Depreciation and amortisation			
30 June 2009	28,292	3,532	31,824
30 June 2008	24,132	3,446	27,578
Increase/(Decrease)	4,160	86	4,246
Increase/(Decrease) %	17.2	2.5	15.4
Foreign exchange (loss)/gain			
30 June 2009	(8,166)	42	(8,124)
30 June 2008	3,421	2,639	6,060
Increase in loss	11,587	2,597	14,184
Increase/(Decrease) %	n.m.	98.4	n.m.
Exceptional gain			
30 June 2009	-	-	-
30 June 2008	18,067	-	18,067
Decrease in gain	(18,067)	-	(18,067)
Increase/(Decrease) %	(100.0)	-	(100.0)
Share of associates' profit			
30 June 2009	2,297	-	2,297
30 June 2008	2,945	-	2,945
Decrease in profit	(648)	-	(648)
Increase/(Decrease) %	(22.0)	-	(22.0)
Profit before tax			
30 June 2009	80,814	5,831	86,645
30 June 2008 restated	395,040	11,126	406,166
Increase/(Decrease) in profit	(314,226)	(5,295)	(319,521)
Increase/(Decrease) %	(79.5)	(47.6)	(78.7)
Net profit attributable to equity holders of the Company			
30 June 2009	58,544	5,136	63,680
30 June 2008 restated	281,390	10,468	291,858
Increase/(Decrease) in profit	(222,846)	(5,332)	(228,178)
Increase/(Decrease) %	(79.2)	(50.9)	(78.2)

Notes: (1) This refers to earnings before income tax, minority interests, interest on borrowings, net gain from changes in fair value of biological assets, depreciation and amortisation, foreign exchange gain(loss), exceptional items and share of results from associated companies.

(2) The China Agri-business represents the results of Asia Integrated Agri Resources Ltd (AIAR) group of companies.

(3) n.m. - not meaningful.

PERFORMANCE FOR HALF YEAR ENDED 30 JUNE 2009

The Group achieved a revenue of US\$977.8 million and EBITDA of US\$148.2 million for the half year ended 30 June 2009 ("1H2009").

REVENUE

Indonesia

Revenue from the Indonesia Agri-business declined by 40.9% to US\$716.5 million in 1H2009, as compared to US\$1,213 million in the same period in 2008 ("1H2008"). This was primarily due to the lower average crude palm oil ("CPO") price during the period. The average international CPO (CIF Rotterdam) price was US\$658 per ton for 1H2009, which was 44% lower than the average of US\$1,167 in 1H2008.

Our CPO production in the three-month period ended 30 June 2009 ("2Q2009") improved by 30.8% to 476,000 tons, as compared to 364,000 tons in the three-month period ended 31 March 2009, bringing our total CPO production in 1H2009 to 840,000 tons as compared to 853,000 tons in 1H2008. This was mainly attributable to the improved fresh fruit bunch ("FFB") production after the recovery from the impact of biological slowdown ("tree stress") experienced since 2008. Our FFB production was 3,396,000 tons in 1H2009 as compared to 3,467,000 tons in 1H2008.

China

Revenue from the China Agri-business was US\$261.3 million (1H2008: US\$351 million), comprising mainly US\$107.5 million (1H2008: US\$174.1 million) from the refinery operations and US\$128.7 million (1H2008: US\$141.1 million) from the crushing operations.

The decrease of 25.6% or US\$89.7 million in revenue was mainly attributable to lower average selling prices of refined edible oil products.

COST OF SALES

Cost of sales decreased by 21.6% or US\$215.6 million from US\$999.7 million in 1H2008 to US\$784.1 million in 1H2009.

Indonesia

Cost of sales from the Indonesia Agri-business comprising mainly labour, plantation maintenance, fertiliser and harvesting costs, FFB purchases and CPO purchases for our downstream business.

Cost of sales decreased from US\$666.4 million in 1H2008 to US\$536.5 million in 1H2009, mainly due to lower FFB and CPO purchase cost in line with the lower market price. This decrease was partially offset by higher fertiliser costs during the period.

China

Cost of sales in the China Agri-business of US\$247.5 million, comprising mainly purchase cost of soybean and palm oil products. The decrease of 25.7% or US\$85.7 million in cost of sales was primarily attributable to lower market prices of soybean and palm oil products during the period.

GROSS PROFIT

Gross profit decreased by 65.7% to US\$193.8 million in 1H2009 as compared to US\$564.3 million in 1H2008.

Gross profit margin of the Indonesia Agri-business declined to 25.1% in 1H2009 mainly as a result of lower average realised selling price in line with lower international CPO prices while certain fixed costs had remained fairly constant despite lower revenue achieved.

Gross profit margin of the China Agri-business improved marginally to 5.3% in 1H2009 primarily attributable to lower purchase cost of soybean and palm oil products during the period and the removal of price controls on cooking oil imposed by the Chinese government in second half of 2008.

OPERATING EXPENSES

- ***Selling expenses***

Selling expenses included mainly transportation, advertising and promotion, export tax and salaries. The significant decrease in selling expenses of US\$86.3 million from US\$119.6 million in 1H2008 to US\$33.3 million in 1H2009 was mainly attributable to the significant reduction in export tax expenses in line with the lower applicable export tax rate during the period.

The current export tax rate for CPO ranges from 0% (if CPO price per ton is below US\$700) to 25% (if CPO price per ton is above US\$1,250).

- ***General and administrative expenses***

General and administrative expenses of US\$51.8 million included salaries and related expenses, rent, tax and licenses, depreciation, repairs and maintenance, and professional fees. The decrease of US\$1.8 million from US\$53.6 million in 1H2008 was primarily due to the decrease in travelling expenses, and professional and management fee expenses in the Indonesia Agri-business, offset by higher salary and related expenses.

FINANCIAL EXPENSES, NET

Net financial expenses comprised net interest expenses (after deducting interest income), amortisation of deferred loan charges and other finance charges. The net financial expenses were higher at US\$21.8 million as compared to US\$15.3 million in 1H2008 mainly as a result of higher borrowings and higher interest rates on borrowings.

FOREIGN EXCHANGE LOSS, NET

Foreign exchange loss of US\$8.1 million was mainly attributable to loss on translation of certain Indonesian Rupiah ("IDR") liabilities in a subsidiary (which functional currency is in U.S. Dollar ("USD")) as IDR strengthened against USD from IDR10,950 as at end of 2008 to IDR10,200 as at end of June 2009.

In 1H2008, foreign exchange gain of US\$6.1 million was mainly attributable to gain on translation of net IDR monetary assets of Indonesia Agri-business to USD as IDR strengthened against USD from IDR9,400 as at end of 2007 to IDR9,200 as at end of June 2008.

TAX

Income tax expense decreased by 78.6% or US\$85.1 million to US\$23.2 million in 1H2009, in line with lower taxable profit reported in 1H2009 in certain subsidiaries in Indonesia Agri-business.

No group relief is available for set-off of taxable profits against tax losses of companies within the Group.

MINORITY INTERESTS

Minority interests' share of loss, mainly in certain subsidiaries in the Indonesia Agri-business, was US\$0.2 million as compared to share of profit of US\$6 million in 1H2008.

REVIEW OF CONSOLIDATED BALANCE SHEET AS AT 30 JUNE 2009

ASSETS

Total assets of the Group increased by US\$217 million from US\$6,825.5 million as at 31 December 2008 to US\$7,042.6 million as at 30 June 2009 mainly attributable to higher inventory and other receivables as at end of June 2009.

Current Assets

Inventories increased by US\$132.2 million mainly resulting from higher inventory level and higher costs at the end of the period.

Other receivables increased by US\$68.7 million primarily due to increase in advance payment mainly for CPO and soybean purchases, increase in prepaid value added tax as a result of higher purchases and capital expenditure in Indonesia Agri-business, as well as higher prepaid expenses during the period.

Trade receivables decreased by US\$36.5 million mainly from the Indonesia Agri-business in line with lower sale volume at the end of June 2009.

Short-term investments mainly consisted of time deposits placed with maturity over three months but not more than one year. The net decrease of US\$8.8 million in short-term investments and cash and cash equivalent, was largely attributable to net cash used in operating activities in 1H2009.

Non-Current Assets

Total non-current assets increased by US\$61.6 million mainly attributable to additional capital expenditures relating to the newly planted hectares, construction of palm oil and kernel crushing mills, refineries facilities and other ancillary plantation facilities in the Indonesia Agri-business.

LIABILITIES

Current Liabilities

Total current liabilities increased by US\$75.1 million mainly due to higher trade payables and short-term loans.

Trade payables increased by US\$36.3 million mainly related to the purchase of soybean for our China Agri-business.

Higher short-term loans were mainly attributable to the additional working capital facilities in the China Agri-business.

Non-Current Liabilities

Total non-current liabilities increased by US\$78.1 million mainly due to increased long-term borrowings drawn for capital expenditures purpose and repayment of maturing loans in Indonesia Agri-business.

REVIEW OF CONSOLIDATED CASH FLOWS FOR THE PERIOD ENDED 30 JUNE 2009

Net cash flow used in operating activities for 1H2009 was US\$13 million after the payment of taxes and interest expenses.

Net cash used in investing activities of US\$135.9 million mainly related to capital expenditure for plantation of US\$100 million, as well as increase in short-term investment of US\$38.4 million.

Net cash generated from financing activities of US\$92.1 million was mainly attributable to the proceeds from new long-term borrowings drawn (net of repayment) during the period.

New Subsidiary

The Company has newly incorporated Golden Agri Capital Pte. Ltd. ("GAC") with an initial share capital of US\$1.00 comprising 1 ordinary share. GAC is established in Singapore and its principal activity is investment holding.

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

Not applicable.

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

While the global financial market conditions appeared to have stabilised with improving market sentiment supported by monetary and fiscal stimulus measures, commodity prices including CPO remain volatile. Furthermore, the global climatic condition, demand and supply of CPO and other vegetable oils will have an impact on the CPO price movement.

Nonetheless, the demand for palm oil, being the cheapest edible oil in the world, is supported by continued core demand from the edible oil and oleochemical markets. Moving forward, we will continue to strive for managing our operating costs at optimal levels and increase production through further improving operational efficiency and plantation management techniques.

The operating environment of the China Agri-business remains challenging in view of the volatility of commodity prices, including soybean prices. We will continue to control our costs as well as focus our growth on the sale of various palm-based products to selected key regions within China.

In July 2009, the Group successfully completed its rights issue of approximately 1.8 billion new shares with 705.5 million free detachable warrants. Each warrant carries the right to subscribe for one new share on the third anniversary of the date of issue (i.e. 23 July 2012). The total proceeds from the rights issue of S\$317.5 million will strengthen the balance sheet and financial flexibility of the Group to capitalise on growth opportunities.

11. Dividend

(a) Current Financial Period Reported On

Any dividend declared for the current financial period reported on? No

(b) Corresponding Period of the Immediately Preceding Financial Year

Any dividend declared for the corresponding period of the immediately preceding financial year? Yes.

Name of Dividend:	Interim
Dividend Type:	Cash
Dividend Amount per Share:	S\$0.008 per ordinary share
Par Value of Shares:	US\$0.025
Tax Rate:	Tax not applicable

(c) Date payable

Not applicable.

(d) Books closure date

Not applicable.

12. If no dividend has been declared/recommendeded, a statement to that effect

No interim dividend has been declared for the quarter ended 30 June 2009.

PART II - ADDITIONAL INFORMATION REQUIRED FOR FULL YEAR ANNOUNCEMENT
(This part is not applicable to Q1, Q2, Q3 or Half Year Results)

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

Not applicable.

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

Not applicable.

- 15. A breakdown of sales**

Not applicable.

- 16. A breakdown of the total annual dividend (in dollar value) for the issuer's latest full year and its previous full year**

Not applicable.

- 17. Interested persons transactions disclosure**

Name of interested person	Aggregate value of all interested person transactions during the Period under review (excluding transactions less than SGD100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920)	Aggregate value of all interested person transactions conducted under shareholders' mandate pursuant to Rule 920 (excluding transactions less than SGD100,000)
	2Q2009	2Q2009
	US\$	US\$
Ningbo Asia Paper Tube & Carton Box Co., Ltd	Nil	323,812
Ningbo Asia Pulp & Paper Co., Ltd	Nil	150,949
Ningbo Zhonghua Paper Co., Ltd	Nil	155,383
PT Asuransi Sinar Mas	Nil	906,585
PT Bank Sinarmas	Nil	163,097 *
PT Rolimex Kimia Nusamas	Nil	1,686,869
PT Sinar Jati Mitra	Nil	570,960
Zhuhai Huafeng Foodstuff Co., Ltd	Nil	648,815
Total	Nil	4,606,470

Note:

* Principal amount as at 30 June 2009 is approximately US\$0.8 million.

18. CONFIRMATION PURSUANT TO THE RULE 705(5) OF THE LISTING MANUAL

We, Simon Lim and Rafael Buhay Concepcion, Jr., being two directors of Golden Agri-Resources Ltd (the "Company"), do hereby confirm on behalf of the directors of the Company that, to the best of their knowledge, nothing has come to their attention which would render the second quarter and half year ended 30 June 2009 unaudited financial results to be false or misleading.

On behalf of the board of directors

Simon Lim
Director

Rafael Buhay Concepcion, Jr.
Director

14 August 2009

BY ORDER OF THE BOARD

Simon Lim
Director
14 August 2009

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ABOUT GOLDEN AGRI-RESOURCES LTD

GAR's primary activities include cultivating and harvesting of oil palm trees; processing of fresh fruit bunches into crude palm oil ("CPO") and palm kernel; and refining CPO into value-added products such as cooking oils, margarine and shortening.

The Company's operates a total planted area of 401,000 hectares, as well as 33 palm oil processing mills, three refineries and five kernel crushing plants in Indonesia.

GAR also operates in China through an integrated deep-sea port, storage, oil seed crushing facilities and refinery facilities in Ningbo and Zhuhai.

GAR and its subsidiaries generated revenue of US\$3 billion and net profit of US\$1.4 billion in 2008. The Company has been listed on the Singapore Exchange since 1999.

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Submitted by Kimberley Lye Chor Mei, Senior Manager on 14/8/2009 to the SGX