

GOLDEN AGRI-RESOURCES LTD

Half Year Financial Statement And Dividend Announcement

PART I - INFORMATION REQUIRED FOR QUARTERLY (Q1, Q2 & Q3), HALF-YEAR AND FULL YEAR ANNOUNCEMENTS
1(a) An income statement and statement of comprehensive income 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 2013**

	1st Half 2013 <u>US\$'000</u>	1st Half 2012 <u>US\$'000</u>	Change %	2nd Qtr 2013 <u>US\$'000</u>	2nd Qtr 2012 <u>US\$'000</u>	Change %
Revenue	3,112,381	2,860,673	8.8	1,682,263	1,341,545	25.4
Cost of sales	<u>(2,451,568)</u>	<u>(2,008,785)</u>	22.0	<u>(1,378,626)</u>	<u>(943,478)</u>	46.1
Gross profit	<u>660,813</u>	<u>851,888</u>	(22.4)	<u>303,637</u>	<u>398,067</u>	(23.7)
Operating expenses						
Selling expenses	(269,670)	(367,200)	(26.6)	(141,360)	(180,796)	(21.8)
General and administrative expenses	<u>(116,405)</u>	<u>(98,729)</u>	17.9	<u>(60,135)</u>	<u>(50,341)</u>	19.5
Total operating expenses	<u>(386,075)</u>	<u>(465,929)</u>	(17.1)	<u>(201,495)</u>	<u>(231,137)</u>	(12.8)
Operating profit	<u>274,738</u>	<u>385,959</u>	(28.8)	<u>102,142</u>	<u>166,930</u>	(38.8)
Other income/(expenses)						
Financial income	7,153	6,058	18.1	3,840	3,195	20.2
Financial expenses	(48,291)	(34,471)	40.1	(24,559)	(18,496)	32.8
Share of results of associated companies, net of tax	(11)	(46)	(76.1)	(10)	(53)	(81.1)
Share of results of joint ventures, net of tax	(688)	-	n.m.	(557)	-	n.m.
Foreign exchange loss, net	(8,834)	(7,306)	20.9	(13,969)	(7,967)	75.3
Other operating income, net	<u>6,488</u>	<u>8,045</u>	(19.4)	<u>2,356</u>	<u>4,102</u>	(42.6)
	<u>(44,183)</u>	<u>(27,720)</u>	59.4	<u>(32,899)</u>	<u>(19,219)</u>	71.2
Profit before tax	230,555	358,239	(35.6)	69,243	147,711	(53.1)
Tax	<u>(70,661)</u>	<u>(84,064)</u>	(15.9)	<u>(23,318)</u>	<u>(37,808)</u>	(38.3)
Profit for the period	<u>159,894</u>	<u>274,175</u>	(41.7)	<u>45,925</u>	<u>109,903</u>	(58.2)
Attributable to:						
Owners of the Company	158,092	270,106	(41.5)	45,254	108,062	(58.1)
Non-controlling interests	<u>1,802</u>	<u>4,069</u>	(55.7)	<u>671</u>	<u>1,841</u>	(63.6)
	<u>159,894</u>	<u>274,175</u>	(41.7)	<u>45,925</u>	<u>109,903</u>	(58.2)

Note: n.m. – not meaningful.

**UNAUDITED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE PERIOD ENDED 30 JUNE 2013**

	1st Half 2013 <u>US\$'000</u>	1st Half 2012 <u>US\$'000</u>	2nd Qtr 2013 <u>US\$'000</u>	2nd Qtr 2012 <u>US\$'000</u>
Profit for the period	159,894	274,175	45,925	109,903
Other comprehensive income/(loss):				
Foreign currency translation differences on consolidation	692	(943)	1,054	(2,236)
Changes in fair value of cash flow hedges	-	(10,087)	-	-
Changes in fair value of cash flow hedges transferred to income statement	-	10,087	-	10,087
Other comprehensive income/(loss), net of tax	692	(943)	1,054	7,851
Total comprehensive income for the period	<u>160,586</u>	<u>273,232</u>	<u>46,979</u>	<u>117,754</u>
Total comprehensive income attributable to:				
Owners of the Company	158,648	269,255	46,195	116,001
Non-controlling interests	1,938	3,977	784	1,753
	<u>160,586</u>	<u>273,232</u>	<u>46,979</u>	<u>117,754</u>

ADDITIONAL INFORMATION

(A) Earnings before tax, non-controlling interests, interest on borrowings, depreciation and amortisation, foreign exchange loss, and share of results of associated companies and joint ventures, net of tax ("EBITDA")

	1st Half 2013 <u>US\$'000</u>	1st Half 2012 <u>US\$'000</u>	Change %	2nd Qtr 2013 <u>US\$'000</u>	2nd Qtr 2012 <u>US\$'000</u>	Change %
Earnings before tax, non-controlling interests, interest on borrowings, depreciation and amortisation, foreign exchange loss, and share of results of associated companies and joint ventures ("EBITDA")	350,873	452,863	(22.5)	140,177	200,431	(30.1)
Interest on borrowings	(46,815)	(33,337)	40.4	(23,559)	(17,882)	31.7
Depreciation and amortisation	(63,970)	(53,935)	18.6	(32,839)	(26,818)	22.5
Foreign exchange loss, net	(8,834)	(7,306)	20.9	(13,969)	(7,967)	75.3
Share of results of associated companies, net of tax	(11)	(46)	(76.1)	(10)	(53)	(81.1)
Share of results of joint ventures, net of tax	(688)	-	n.m.	(557)	-	n.m.
Profit before tax	<u>230,555</u>	<u>358,239</u>	(35.6)	<u>69,243</u>	<u>147,711</u>	(53.1)

Note: n.m. – not meaningful

1(b)(i) A statement of financial position (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	
	30/6/2013	31/12/2012	30/6/2013	31/12/2012
	<u>US\$'000</u>	<u>US\$'000</u>	<u>US\$'000</u>	<u>US\$'000</u>
Assets				
Current Assets				
Cash and cash equivalents	514,267	559,538	157	454
Short-term investments	110,453	125,675	-	-
Trade receivables	474,165	400,045	-	-
Other current assets (note (a))	560,280	496,459	123	43
Inventories	628,226	840,094	-	-
	2,287,391	2,421,811	280	497
Non-Current Assets				
Long-term receivables and assets (note (b))	369,799	282,595	-	-
Long-term investments	683,939	531,426	360,400	324,300
Subsidiary companies	-	-	2,650,163	2,747,602
Associated companies	6,852	6,863	-	-
Joint ventures	6,244	5,429	-	-
Investment properties	1,377	1,404	-	-
Property, plant and equipment	2,172,160	2,007,461	-	-
Biological assets	7,912,650	7,898,575	-	-
Deferred tax assets	1,833	1,795	-	-
Deferred charges	11,804	12,237	-	-
Brands and trademarks	480	640	-	-
Goodwill	115,898	115,898	-	-
	11,283,036	10,864,323	3,010,563	3,071,902
Total Assets	13,570,427	13,286,134	3,010,843	3,072,399

UNAUDITED STATEMENTS OF FINANCIAL POSITION (cont'd)

	Group		Company	
	As at		As at	
	30/6/2013	31/12/2012	30/6/2013	31/12/2012
	US\$'000	US\$'000	US\$'000	US\$'000
Liabilities and Equity				
Current Liabilities				
Short-term loans	602,253	433,494	-	-
Trade payables	660,523	685,007	-	-
Other payables (note(c))	161,842	139,559	32,575	32,981
Taxes payable	34,114	44,123	-	-
Obligations under finance leases	20	23	-	-
	1,458,752	1,302,206	32,575	32,981
Non-Current Liabilities				
Obligations under finance leases	32	43	-	-
Bonds and notes payables	1,043,782	959,904	371,387	365,501
Long-term borrowings	407,590	461,079	-	-
Deferred tax liabilities	1,891,892	1,892,383	973	973
Long-term payables	50,929	52,315	-	-
	3,394,225	3,365,724	372,360	366,474
Total Liabilities	4,852,977	4,667,930	404,935	399,455
Equity Attributable to Owners of the Company				
Issued capital	320,939	320,939	320,939	320,939
Share premium	1,216,095	1,216,095	1,850,965	1,850,965
Other paid-in capital	184,318	184,318	-	-
Other reserve	(48)	(48)	-	-
Option reserve	31,469	31,469	31,469	31,469
Currency translation reserve	19,377	18,821	-	-
PRC statutory reserve	2,116	2,116	-	-
Retained earnings	6,849,758	6,752,919	402,535	469,571
	8,624,024	8,526,629	2,605,908	2,672,944
Non-Controlling Interests	93,426	91,575	-	-
Total Equity	8,717,450	8,618,204	2,605,908	2,672,944
Total Liabilities and Equity	13,570,427	13,286,134	3,010,843	3,072,399

UNAUDITED STATEMENTS OF FINANCIAL POSITION (cont'd)

Note:

(a) Other Current Assets

	Group		Company	
	As at		As at	
	30/6/2013	31/12/2012	30/6/2013	31/12/2012
	<u>US\$'000</u>	<u>US\$'000</u>	<u>US\$'000</u>	<u>US\$'000</u>
Prepaid expenses	45,542	21,033	23	43
Prepaid taxes, net	142,165	128,915	-	-
Deposits and advances to suppliers	308,120	298,229	100	-
Others	63,668	47,901	-	-
	<u>559,495</u>	<u>496,078</u>	<u>123</u>	<u>43</u>
Related parties	785	381	-	-
	<u>560,280</u>	<u>496,459</u>	<u>123</u>	<u>43</u>

(b) Long-Term Receivables and Assets

	Group		Company	
	As at		As at	
	30/6/2013	31/12/2012	30/6/2013	31/12/2012
	<u>US\$'000</u>	<u>US\$'000</u>	<u>US\$'000</u>	<u>US\$'000</u>
Loan to associated company	755	1,551	-	-
Loan to joint ventures	12,367	-	-	-
Tax recoverable	168,536	131,060	-	-
Advances for project plasma plantations	26,102	23,357	-	-
Advances for projects and purchase of fixed assets	135,184	108,571	-	-
Land clearing	7,576	1,914	-	-
Advances for investments in land	4,533	4,379	-	-
Others	14,746	11,763	-	-
	<u>369,799</u>	<u>282,595</u>	<u>-</u>	<u>-</u>

(c) Other Payables

	Group		Company	
	As at		As at	
	30/6/2013	31/12/2012	30/6/2013	31/12/2012
	<u>US\$'000</u>	<u>US\$'000</u>	<u>US\$'000</u>	<u>US\$'000</u>
Advances from customers	25,270	24,586	-	-
Accrued expenses	54,911	48,754	89	345
Others	81,200	65,850	2,505	2,504
	<u>161,381</u>	<u>139,190</u>	<u>2,594</u>	<u>2,849</u>
Related parties	461	369	29,981	30,132
	<u>161,842</u>	<u>139,559</u>	<u>32,575</u>	<u>32,981</u>

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

	As at 30/6/2013			As at 31/12/2012		
	Secured	Unsecured	Total	Secured	Unsecured	Total
Amount repayable in one year or less, or on demand	507,273	95,000	602,273	418,517	15,000	433,517
Amount repayable after one year	377,622	1,073,782	1,451,404	461,122	959,904	1,421,026
Total	884,895	1,168,782	2,053,677	879,639	974,904	1,854,543

Details of any collateral

The secured borrowings are collateralised by certain cash and cash equivalents, short-term investments, inventories, trade receivables, investment properties, biological assets and property, plant and equipment.

1(c) A statement of cash flows (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 2013

	1st Half 2013 US\$'000	1st Half 2012 US\$'000	2nd Qtr 2013 US\$'000	2nd Qtr 2012 US\$'000
Cash flows from operating activities				
Profit before tax	230,555	358,239	69,243	147,711
Adjustments for:				
Depreciation	62,974	53,371	32,311	26,536
Amortisation	996	564	528	282
Unrealised foreign exchange gain on short-term loans, long-term borrowings and receivables, net	(6,352)	(7,987)	(5,378)	(5,956)
Share of results of associated companies, net of tax	11	46	10	53
Share of results of joint ventures, net of tax	688	-	557	-
(Gain)/Loss on disposal of property, plant and equipment	(146)	(131)	(107)	138
Property, plant and equipment written off	1,237	1,578	638	447
(Write-back of)/Allowance for impairment loss on:				
Inventories, net	(7,404)	996	(8,063)	1,601
Trade receivables, net	144	-	154	-
Changes in fair value of financial assets at fair value through profit or loss	9,772	4,418	8,520	2,919
Interest income	(7,153)	(6,058)	(3,840)	(3,195)
Interest expense	46,815	33,337	23,559	17,882
Operating cash flow before working capital changes	332,137	438,373	118,132	188,418
Changes in operating assets and liabilities:				
Trade receivables	(74,270)	(53,328)	(87,487)	90,099
Other current assets	(64,798)	(90,664)	(53,263)	34,936
Inventories	219,065	(140,135)	92,324	(225,185)
Trade payables	(24,484)	124,209	39,273	86,789
Other payables	18,666	13,815	15,941	(527)
Cash generated from operations	406,316	292,270	124,920	174,530
Interest received	6,161	5,773	3,378	2,936
Interest paid	(34,557)	(30,373)	(25,026)	(16,592)
Tax paid	(116,543)	(156,353)	(66,014)	(126,555)
Net cash generated from operating activities	261,377	111,317	37,258	34,319

**UNAUDITED CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE PERIOD ENDED 30 JUNE 2013 (cont'd)**

	1st Half 2013 <u>US\$'000</u>	1st Half 2012 <u>US\$'000</u>	2nd Qtr 2013 <u>US\$'000</u>	2nd Qtr 2012 <u>US\$'000</u>
Cash flows from investing activities				
Proceeds from sale of property, plant and equipment	738	908	468	433
Proceeds from sale of biological assets	642	2,510	239	108
Capital expenditure on property, plant and equipment	(228,360)	(165,286)	(131,514)	(81,440)
Capital expenditure on biological assets	(14,289)	(16,004)	(8,090)	(9,544)
Proceeds from short-term investments, net	20,236	58,835	44,836	22,339
Investments in long-term investments, net	(166,826)	(48,186)	(73,735)	(13,710)
Additional investments in joint ventures	(1,503)	-	(1,003)	-
(Investments in)/Proceeds from Plasma/KKPA Program plantations, net	(2,745)	(2,230)	10,092	5,619
Payments for deferred expenditure	(402)	(4,415)	(247)	(4,179)
Net increase in long-term receivables and assets	(47,437)	(41,853)	(17,702)	(25,961)
Net cash used in investing activities	<u>(439,946)</u>	<u>(215,721)</u>	<u>(176,656)</u>	<u>(106,335)</u>
Cash flows from financing activities				
Proceeds from short-term loans	779,100	574,988	582,100	383,379
Proceeds from long-term borrowings	105,000	5,000	105,000	5,000
Proceeds from notes issue	80,646	-	-	-
Payment of dividends	(61,340)	(179,459)	(61,340)	(179,459)
Payments of short-term loans	(703,109)	(202,715)	(432,499)	(61,831)
Payments of long-term borrowings	(64,788)	(55,264)	(31,912)	(25,695)
Payments of obligations under finance leases	(14)	(9)	(7)	(6)
Deferred loan charges and long-term bank loan administration costs	(2,197)	(1,253)	(1,847)	(1,176)
Increase in cash in banks and time deposits pledged	(63,173)	(62,922)	(44,201)	(66,766)
Net cash generated from financing activities	<u>70,125</u>	<u>78,366</u>	<u>115,294</u>	<u>53,446</u>
Net decrease in cash and cash equivalents	<u>(108,444)</u>	<u>(26,038)</u>	<u>(24,104)</u>	<u>(18,570)</u>
Cash and cash equivalents at the beginning of the period	<u>543,582</u>	<u>232,263</u>	<u>459,242</u>	<u>224,795</u>
Cash and cash equivalents at the end of the period (See Note below)	<u>435,138</u>	<u>206,225</u>	<u>435,138</u>	<u>206,225</u>

Note:

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

	<u>30/6/2013 US\$'000</u>	<u>30/6/2012 US\$'000</u>
Time deposits, cash and bank balances	514,267	313,898
Less: Cash in banks and time deposits pledged	(79,129)	(107,673)
	<u>435,138</u>	<u>206,225</u>

1(d) (i) 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

The Group	← Attributable to Owners of the Company →										
	Issued Capital	Share Premium	Other Paid-in Capital	Other Reserve	Option Reserve	Currency Translation Reserve	PRC Statutory Reserve	Retained Earnings	Total	Non-Controlling Interests	Total Equity
	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 2013	320,939	1,216,095	184,318	(48)	31,469	18,821	2,116	6,752,919	8,526,629	91,575	8,618,204
Profit for the period	-	-	-	-	-	-	-	112,838	112,838	1,131	113,969
Other comprehensive (loss)/income	-	-	-	-	-	(385)	-	-	(385)	23	(362)
Total comprehensive (loss)/income for the period	-	-	-	-	-	(385)	-	112,838	112,453	1,154	113,607
Balance as at 31 Mar 2013	320,939	1,216,095	184,318	(48)	31,469	18,436	2,116	6,865,757	8,639,082	92,729	8,731,811
Profit for the period	-	-	-	-	-	-	-	45,254	45,254	671	45,925
Other comprehensive income	-	-	-	-	-	941	-	-	941	113	1,054
Total comprehensive income for the period	-	-	-	-	-	941	-	45,254	46,195	784	46,979
Dividends paid for 2012	-	-	-	-	-	-	-	(61,253)	(61,253)	-	(61,253)
Dividends paid to non-controlling shareholders	-	-	-	-	-	-	-	-	-	(87)	(87)
Balance as at 30 Jun 2013	320,939	1,216,095	184,318	(48)	31,469	19,377	2,116	6,849,758	8,624,024	93,426	8,717,450

1(d) (i) 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

The Group	← Attributable to Owners of the Company →										
	Issued Capital	Share Premium	Other Paid-in Capital	Other Reserve	Hedging Reserve	Currency Translation Reserve	PRC Statutory Reserve	Retained Earnings	Total	Non-Controlling Interests	Total Equity
	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 2012	303,467	934,297	184,318	(48)	-	15,077	2,116	6,585,810	8,025,037	87,429	8,112,466
Profit for the period	-	-	-	-	-	-	-	162,044	162,044	2,228	164,272
Other comprehensive (loss)/income	-	-	-	-	(10,087)	1,297	-	-	(8,790)	(4)	(8,794)
Total comprehensive (loss)/income for the period	-	-	-	-	(10,087)	1,297	-	162,044	153,254	2,224	155,478
Balance as at 31 Mar 2012	303,467	934,297	184,318	(48)	(10,087)	16,374	2,116	6,747,854	8,178,291	89,653	8,267,944
Profit for the period	-	-	-	-	-	-	-	108,062	108,062	1,841	109,903
Other comprehensive income/(loss)	-	-	-	-	10,087	(2,148)	-	-	7,939	(88)	7,851
Total comprehensive income/(loss) for the period	-	-	-	-	10,087	(2,148)	-	108,062	116,001	1,753	117,754
Dividends paid for 2011	-	-	-	-	-	-	-	(179,459)	(179,459)	-	(179,459)
Balance as at 30 Jun 2012	303,467	934,297	184,318	(48)	-	14,226	2,116	6,676,457	8,114,833	91,406	8,206,239

The Company	Issued Capital	Share Premium	Option Reserve	Retained Earnings	Total
	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000
Balance as at 1 Jan 2013	320,939	1,850,965	31,469	469,571	2,672,944
Loss for the period, representing total comprehensive loss for the period	-	-	-	(6,003)	(6,003)
Balance as at 31 Mar 2013	320,939	1,850,965	31,469	463,568	2,666,941
Dividend paid for 2012	-	-	-	(61,253)	(61,253)
Profit for the period, representing total comprehensive income for the period	-	-	-	220	220
Balance as at 30 Jun 2013	320,939	1,850,965	31,469	402,535	2,605,908
Balance as at 1 Jan 2012	303,467	1,569,167	-	717,134	2,589,768
Loss for the period, representing total comprehensive loss for the period	-	-	-	(433)	(433)
Balance as at 31 Mar 2012	303,467	1,569,167	-	716,701	2,589,335
Dividend paid for 2011	-	-	-	(179,459)	(179,459)
Profit for the period, representing total comprehensive income for the period	-	-	-	1,027	1,027
Balance as at 30 Jun 2012	303,467	1,569,167	-	538,269	2,410,903

1(d)(ii) Details of any changes in the company's share capital arising from rights issue, bonus issue, share buy-backs, exercise of share options or warrants, conversion of other 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 2013 and 2012. There have been no changes to the number of issued ordinary shares of the Company since 31 December 2012.

	As at	
	30 Jun 2013	30 Jun 2012
Number of issued shares	12,837,548,556	12,138,676,942
Number of new shares that may be issued on the conversion of outstanding convertible bonds	566,005,216	-
Number of new shares that may be issued on the exercise of outstanding warrants	-	705,493,728

1(d)(iii) 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 2013 and 31 December 2012 was 12,837,548,556 ordinary shares of US\$0.025.

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

Not applicable.

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

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

Since 2009, the Group has adopted the practice of determining the fair value of the Group's biological assets on an annual basis, by reference to independent professional valuation based on the present value of expected net cash inflows from the plantations. Accordingly, no changes in fair value of biological assets are recognised on quarterly basis.

Except for the above, 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 2012.

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**

Same as disclosed in Note 4 above.

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

The Group				
	1st Half 2013	1st Half 2012	2nd Qtr 2013	2nd Qtr 2012
Earnings per ordinary share for the period after deducting any provision for preference dividends:-				
(i) Based on weighted average number of ordinary shares	USD1.23cents	USD2.23cents	USD0.35cents	USD0.89cents
- Weighted average numbers of shares	12,837,548,556	12,138,676,942	12,837,548,556	12,138,676,942
(ii) On a fully diluted basis	USD1.23cents*	USD2.19cents	USD0.35cents*	USD0.88cents
- Weighted average numbers of shares	12,837,548,556*	12,313,871,932	12,837,548,556*	12,293,799,949

* The outstanding convertible bonds have not been included in the calculation of diluted earnings per share because they are anti-dilutive for the current period.

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

	The Group		The Company	
	As at 30 Jun 2013	As at 31 Dec 2012	As at 30 Jun 2013	As at 31 Dec 2012
Net asset value per ordinary share based on existing issued share capital of 12,837,548,556 shares	US\$0.67	US\$0.66	US\$0.20	US\$0.21

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		
	Indonesia	China ⁽²⁾	Total
For the half year ended			
Revenue			
30 June 2013	2,503,237	609,144	3,112,381
30 June 2012	2,313,231	547,442	2,860,673
Increase/(Decrease)	190,006	61,702	251,708
Increase/(Decrease) %	8.2	11.3	8.8
Gross Profit			
30 June 2013	620,302	40,511	660,813
30 June 2012	817,580	34,308	851,888
Increase/(Decrease) in profit	(197,278)	6,203	(191,075)
Increase/(Decrease) %	(24.1)	18.1	(22.4)
EBITDA (see note (1))			
30 June 2013	331,303	19,570	350,873
30 June 2012	437,902	14,961	452,863
Increase/(Decrease) in profit	(106,599)	4,609	(101,990)
Increase/(Decrease) %	(24.3)	30.8	(22.5)
Interest on borrowings			
30 June 2013	44,052	2,763	46,815
30 June 2012	30,278	3,059	33,337
Increase/(Decrease)	13,774	(296)	13,478
Increase/(Decrease) %	45.5	(9.7)	40.4
Depreciation and amortisation			
30 June 2013	55,714	8,256	63,970
30 June 2012	46,907	7,028	53,935
Increase/(Decrease)	8,807	1,228	10,035
Increase/(Decrease) %	18.8	17.5	18.6
Foreign exchange (loss)/gain			
30 June 2013	(18,627)	9,793	(8,834)
30 June 2012	(4,549)	(2,757)	(7,306)
Increase/(Decrease) in profit	(14,078)	12,550	(1,528)
Increase/(Decrease) %	309.5	n.m.	20.9
Share of associates' loss, net of tax			
30 June 2013	(11)	-	(11)
30 June 2012	(46)	-	(46)
Increase in profit	35	-	35
Increase/(Decrease) %	(76.1)	-	(76.1)
Profit before tax			
30 June 2013	212,211	18,344	230,555
30 June 2012	356,122	2,117	358,239
Increase/(Decrease) in profit	(143,911)	16,227	(127,684)
Increase/(Decrease) %	(40.4)	766.5	(35.6)
Net profit attributable to owners of the Company			
30 June 2013	141,068	17,024	158,092
30 June 2012	269,473	633	270,106
Increase/(Decrease) in profit	(128,405)	16,391	(112,014)
Increase/(Decrease) %	(47.7)	n.m.	(41.5)

- Notes: (1) This refers to earnings before income tax, non-controlling interests, interest on borrowings, depreciation and amortisation, foreign exchange gain, and share of results from associated companies and joint ventures, net of tax.
(2) The China Agri-business represents the results of Asia Integrated Agri Resources Limited group of companies, including Florentina International Holdings Limited group of companies.
(3) n.m. - not meaningful.

REVIEW OF PERFORMANCE FOR HALF YEAR ENDED 30 JUNE 2013

The Group recorded a higher revenue of US\$3,112.4 million for the half year ended 30 June 2013 ("1H2013") as compared to US\$2,860.7 million in the corresponding period in 2012 ("1H2012"), with EBITDA for the current period of US\$350.9 million.

REVENUE

Indonesia

Revenue from the Indonesia Agri-business increased by 8.2% to US\$2,503.2 million in 1H2013 primarily attributable to larger sales volume of crude palm oil ("CPO") and its related products, despite lower average CPO price during the period. The average international CPO (FOB Belawan) price was US\$795 per tonne for 1H2013, which was 24.9% lower than the average of US\$1,058 in 1H2012.

China

Revenue in the China Agri-business comprised mainly revenue from sales of edible oil, soybean meal and noodle products. The increase in revenue to US\$609.1 million was mainly attributable to higher sales volume of soybean products.

COST OF SALES

Indonesia

Cost of sales from the Indonesia Agri-business comprised mainly labour, plantation maintenance, fertiliser, harvesting costs, FFB purchases and CPO purchases for our downstream business. Cost of sales increased from US\$1,495.7 million in 1H2012 to US\$1,882.9 million, mainly due to higher sales volume, coupled with increases in labour costs, fertilizer and maintenance expenses during the current period.

China

Cost of sales in the China Agri-business comprised mainly purchase cost of soybean and palm oil products for our edible oil operations, as well as purchase cost of raw materials for our noodle operations. Cost of sales increased by 10.8% to US\$568.6 million in line with larger sales volume during the period.

GROSS PROFIT

Gross profit decreased to US\$660.8 million in 1H2013, with gross profit margin declining from 29.8% to 21.2% mainly due to lower gross profit margin from the Indonesia Agri-business.

Gross profit margin in the Indonesia Agri-business declined to 24.8% in 1H2013 in line with the decrease in average CPO prices. This reduction was partially offset by improving gross profit margin in the China Agri-business to 6.7% in 1H2013.

OPERATING EXPENSES

- *Selling expenses*

Selling expenses of US\$269.7 million comprised mainly export tax, transportation and freight, advertising and promotion, and salaries. The reduction in selling expenses of 26.6% was mainly due to lower export tax incurred in line with lower CPO prices, partially offset by higher freight costs for the period.

- *General and administrative expenses*

General and administrative expenses of US\$116.4 million comprised mainly salaries and related expenses, rent, tax and licenses, depreciation, repairs and maintenance, and professional fees. The 17.9% increase in general and administrative expenses was mainly due to higher salaries and related expenses resulting from additional headcount and salary adjustment, higher depreciation expenses and professional fees incurred for the period.

FINANCIAL EXPENSES, NET

Net financial expenses comprised net interest expenses (after deducting interest income), amortisation of deferred loan charges and other finance charges. Net financial expenses increased from US\$28.4 million in 1H2012 to US\$41.1 million in line with higher average borrowings in the current period.

TAX

Income tax comprised provision for current and deferred income tax derived by applying the varying statutory tax rates of the different countries in which the Group operates on its taxable profit and taxable temporary difference. No group relief is available for set-off of taxable profits against tax losses of companies within the Group.

Income tax expense was lower at US\$70.7 million in 1H2013 in line with lower taxable profit reported in the Indonesia Agri-business.

REVIEW OF FINANCIAL POSITION AS AT 30 JUNE 2013

ASSETS

Total assets of the Group was higher at US\$13,570.4 million as at 30 June 2013 compared to US\$13,286.1 million as at end December 2012.

Current Assets

The increase in trade receivables of US\$74.1 million was mainly in line with higher revenue in Indonesia Agri-business.

Other current assets were higher by US\$63.8 million primarily contributed by higher prepaid expenses and higher prepaid value added tax arising from purchases and capital expenditure during the period.

Lower inventories of US\$211.9 million were mainly attributable to the reduction in inventory levels in both China and Indonesia Agri-business.

Non-Current Assets

The increase in property, plant and equipment of US\$164.7 million was primarily related to construction of plantation facilities, refinery facilities and other ancillary plantation facilities in Indonesia.

Higher long-term receivables and assets of US\$87.2 million were mainly due to higher tax recoverable and additional deposits and advance payments for capital expenditure in Indonesia Agri-business.

The increase in long-term investments of US\$152.5 million were mainly due to additional investment in Verdant Fund, other investment in plantation development in Indonesia and investment in a fund that invests in renewable energy in Europe.

LIABILITIES

Total liabilities of the Group increased by US\$185.0 million to US\$4,853.0 million as at 30 June 2013 mainly due to increase in total borrowings of US\$199.1 million resulted from additional borrowings and medium-term notes issued for working capital and general corporate purposes.

REVIEW OF CONSOLIDATED CASH FLOWS FOR HALF YEAR ENDED 30 JUNE 2013

Net cash flow generated from operating activities (after payment of taxes and interest expenses) for 1H2013 was higher at US\$261.4 million as compared to US\$111.3 million in 1H2012. The higher cash inflows recorded in the current period mainly resulted from lower working capital requirement.

Net cash used in investing activities of US\$439.9 million mainly related to capital expenditure for construction of plantation and refinery facilities, and other supporting facilities in the Indonesia Agri-business, as well as additional investment in long-term investments.

Net cash generated from financing activities of US\$70.1 million was primarily attributable to proceeds from loans and notes drawn (net of repayment) for working capital and general corporate purposes, net of dividend payment made during the period.

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 significant trends and competitive conditions of the industry in which the group operates and any known factors or events that may affect the group in the next reporting period and the next 12 months

Despite the volatility in CPO prices, the long-term outlook for the palm oil industry remains positive supported by continued strong primary demand for edible oils, substitute and alternative uses such as oleo-chemicals and biodiesel, while supply growth is limited. We will continue to increase our production of sustainable palm oil, as well as further improve operational efficiency and optimise our downstream value chain opportunities by commercially managing our plantation output and our downstream assets in strategic locations. We will also enhance our integrated operations by extending our distribution and logistics capabilities to be able to reach out to more destination markets.

The operating environment of the China Agri-business remains challenging given the intense competition. We will continue to focus on developing our market presence, managing our costs and optimising our production in order to improve the operating performance.

11. Dividend

(a) Current Financial Period Reported On

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

(b) Corresponding Period of the Immediately Preceding Financial Year

Any ordinary dividend declared for the corresponding period of the immediately preceding financial year? No.

(c) Date payable

Not applicable.

(d) Books closure date

Not applicable.

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

No dividend has been declared for the quarter ended 30 June 2013.

13. 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)
	2Q2013	2Q2013
	US\$	US\$
Ningbo Asia Paper Tube & Carton Box Co., Ltd	Nil	315,914
Ningbo Asia Pulp & Paper Co., Ltd	Nil	81,422
PT Asuransi Sinar Mas	Nil	2,754,380
PT Bank Sinarmas	Nil	2,101,033 *
PT Cakrawala Mega Indah	Nil	1,243,272
PT Rolimex Kimia Nusamas	Nil	25,105,214
PT Sinar Jati Mitra	Nil	605,059
PT Sinar Mas Multiartha Tbk	1,504,800	Nil
Total	1,504,800	32,206,294

Note:

* Principal amount as at 30 June 2013 is approximately US\$2.1 million.

PART II - ADDITIONAL INFORMATION REQUIRED FOR FULL YEAR ANNOUNCEMENT

14. 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.

15. 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.

16. A breakdown of sales

Not applicable.

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

Not applicable.

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 2013 unaudited financial results to be false or misleading.

On behalf of the board of directors

Simon Lim
Director

Rafael Buhay Concepcion, Jr.
Director

2 August 2013

BY ORDER OF THE BOARD

Rafael Buhay Concepcion, Jr.
Director
2 August 2013

Submitted by Kimberley Lye Chor Mei, Director, Corporate Secretarial on 2 August 2013 to the SGX