

GOLDEN AGRI-RESOURCES LTD
Third Quarter 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 SEPTEMBER 2010**

	Ytd Sept 2010 US\$'000	Ytd Sept 2009 US\$'000	Change %	3rd Qtr 2010 US\$'000	3rd Qtr 2009 US\$'000	Change %
Revenue	2,315,494	1,650,620	40.3	964,744	672,794	43.4
Cost of sales	<u>(1,748,031)</u>	<u>(1,300,571)</u>	34.4	<u>(739,470)</u>	<u>(516,496)</u>	43.2
Gross Profit	<u>567,463</u>	<u>350,049</u>	62.1	<u>225,274</u>	<u>156,298</u>	44.1
Operating expenses						
Selling expenses	(119,028)	(56,465)	110.8	(49,912)	(23,165)	115.5
General and administrative expenses	<u>(113,306)</u>	<u>(82,384)</u>	37.5	<u>(42,188)</u>	<u>(30,549)</u>	38.1
Total operating expenses	<u>(232,334)</u>	<u>(138,849)</u>	67.3	<u>(92,100)</u>	<u>(53,714)</u>	71.5
Operating profit	335,129	211,200	58.7	133,174	102,584	29.8
Other income/(expenses)						
Financial income	5,965	4,210	41.7	1,814	1,880	(3.5)
Financial expenses	(34,110)	(38,048)	(10.4)	(13,146)	(13,919)	(5.6)
Share of results of associated companies, net	1,898	4,560	(58.4)	613	2,263	(72.9)
Foreign exchange gain/(loss), net	18,144	(4,333)	n.m.	3,201	3,791	(15.6)
Other operating income, net	<u>22,436</u>	<u>8,829</u>	154.1	<u>9,249</u>	<u>3,174</u>	191.4
	<u>14,333</u>	<u>(24,782)</u>	n.m.	<u>1,731</u>	<u>(2,811)</u>	n.m.
Exceptional item						
Impairment loss on loan receivable	<u>(6,061)</u>	-	n.m.	<u>(6,061)</u>	-	n.m.
Profit before tax	343,401	186,418	84.2	128,844	99,773	29.1
Tax	<u>(84,327)</u>	<u>(51,065)</u>	65.1	<u>(28,136)</u>	<u>(27,874)</u>	0.9
Profit for the period	<u>259,074</u>	<u>135,353</u>	91.4	<u>100,708</u>	<u>71,899</u>	40.1
Attributable to:						
Owners of the Company	253,741	134,236	89.0	99,168	70,556	40.6
Non-controlling interests	<u>5,333</u>	<u>1,117</u>	377.4	<u>1,540</u>	<u>1,343</u>	14.7
	<u>259,074</u>	<u>135,353</u>	91.4	<u>100,708</u>	<u>71,899</u>	40.1

Note (1) n.m. – not meaningful.

ADDITIONAL INFORMATION

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

	Ytd Sept 2010 <u>US\$'000</u>	Ytd Sept 2009 <u>US\$'000</u>	Change %	3rd Qtr 2010 <u>US\$'000</u>	3rd Qtr 2009 <u>US\$'000</u>	Change %
Earnings before tax, non-controlling interests, interest on borrowings, depreciation and amortisation, foreign exchange gain/(loss), exceptional item and share of results of associated companies (“EBITDA”)	423,844	271,947	55.9	163,133	123,705	31.9
Interest on borrowings	(33,439)	(36,902)	(9.4)	(12,829)	(12,956)	(1.0)
Depreciation and amortisation	(60,985)	(48,854)	24.8	(19,213)	(17,030)	12.8
Foreign exchange gain/(loss), net	18,144	(4,333)	n.m.	3,201	3,791	(15.6)
Exceptional item	<u>(6,061)</u>	-	n.m.	<u>(6,061)</u>	-	n.m.
Profit before tax, non-controlling interests, but after interest on borrowings, depreciation and amortisation, exchange gain/(loss) and exceptional item	341,503	181,858	87.8	128,231	97,510	31.5
Share of results of associated companies, net	1,898	4,560	(58.4)	613	2,263	(72.9)
Profit before tax	<u>343,401</u>	<u>186,418</u>	84.2	<u>128,844</u>	<u>99,773</u>	29.1

Note (1) n.m. – not meaningful

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	
	30/9/2010	31/12/2009	30/9/2010	31/12/2009
	<u>US\$'000</u>	<u>US\$'000</u>	<u>US\$'000</u>	<u>US\$'000</u>
Assets				
Current Assets				
Cash and cash equivalents	206,635	287,539	790	1,140
Short-term investments	35,166	65,841	-	-
Trade receivables	189,088	102,665	-	-
Other receivables (note (a))	441,169	229,529	129	431
Inventories	380,101	420,125	-	-
	1,252,159	1,105,699	919	1,571
Non-Current Assets				
Long-term receivables and assets (note (b))	151,415	159,224	-	-
Long-term investments	34,262	25,050	-	-
Subsidiary companies	-	-	2,697,430	2,755,328
Associated companies	11,559	6,420	-	-
Property, plant and equipment	1,410,134	1,102,608	-	-
Investment properties	1,570	-	-	-
Biological assets	5,404,256	5,357,537	-	-
Deferred income tax	20,981	18,499	-	-
Deferred charges	8,735	7,944	-	-
Brands and trademarks	1,361	1,601	-	-
Goodwill	115,898	115,898	-	-
	7,160,171	6,794,781	2,697,430	2,755,328
Total Assets	8,412,330	7,900,480	2,698,349	2,756,899

UNAUDITED STATEMENTS OF FINANCIAL POSITION (cont'd)

	Group		Company	
	As at		As at	
	30/9/2010	31/12/2009	30/9/2010	31/12/2009
	US\$'000	US\$'000	US\$'000	US\$'000
Liabilities and Equity				
Current Liabilities				
Short-term loans	370,724	314,008	-	10,000
Trade payables	299,437	268,385	-	-
Other payables (note (c))	120,962	103,434	31,011	33,670
Taxes payable	31,323	38,425	-	-
Obligations under finance leases	20	20	-	-
	822,466	724,272	31,011	43,670
Non-Current Liabilities				
Obligations under finance leases	88	95	-	-
Long-term borrowings	525,474	369,074	-	-
Deferred income tax	1,288,486	1,250,044	-	-
Long-term payables	25,155	23,240	-	-
	1,839,203	1,642,453	-	-
Total Liabilities	2,661,669	2,366,725	31,011	43,670
Equity Attributable to Owners of the Company				
Issued capital	303,467	303,467	303,467	303,467
Share premium	934,297	934,315	1,569,167	1,569,185
Other paid-in capital	184,318	184,318	-	-
Other reserve	1,136	1,136	-	-
Hedging reserve	(3,036)	(1,584)	-	-
Foreign currency translation reserve	20,232	16,385	-	-
Cumulative translation adjustments	(16,684)	(16,684)	-	-
PRC statutory reserve	2,116	2,116	-	-
Retained earnings	4,224,405	4,014,224	794,704	840,577
	5,650,251	5,437,693	2,667,338	2,713,229
Non-Controlling Interests	100,410	96,062	-	-
Total Equity	5,750,661	5,533,755	2,667,338	2,713,229
Total Liabilities and Equity	8,412,330	7,900,480	2,698,349	2,756,899

UNAUDITED STATEMENTS OF FINANCIAL POSITION (cont'd)

Note:

(a) Other Receivables

	<u>Group</u>		<u>Company</u>	
	<u>As at</u>		<u>As at</u>	
	<u>30/9/2010</u>	<u>31/12/2009</u>	<u>30/9/2010</u>	<u>31/12/2009</u>
	<u>US\$'000</u>	<u>US\$'000</u>	<u>US\$'000</u>	<u>US\$'000</u>
Prepaid expenses	31,653	12,194	30	45
Prepaid taxes, net	86,935	40,270	-	-
Advances to suppliers	192,757	73,595	-	-
Others	129,709	72,907	10	-
	<u>441,054</u>	<u>198,966</u>	<u>40</u>	<u>45</u>
Related parties	115	30,563	89	386
	<u>441,169</u>	<u>229,529</u>	<u>129</u>	<u>431</u>

(b) Long-Term Receivables and Assets

	<u>Group</u>		<u>Company</u>	
	<u>As at</u>		<u>As at</u>	
	<u>30/9/2010</u>	<u>31/12/2009</u>	<u>30/9/2010</u>	<u>31/12/2009</u>
	<u>US\$'000</u>	<u>US\$'000</u>	<u>US\$'000</u>	<u>US\$'000</u>
Associated company	4,687	7,027	-	-
Loan receivable	5,087	9,200	-	-
Tax recoverable	76,829	86,736	-	-
Advances for project plasma plantations	19,128	11,387	-	-
Advances for project and purchase of fixed assets	24,601	32,241	-	-
Land clearing	11,834	5,563	-	-
Advances for investments in land	4,244	3,959	-	-
Others	5,005	3,111	-	-
	<u>151,415</u>	<u>159,224</u>	<u>-</u>	<u>-</u>

(c) Other Payables

	<u>Group</u>		<u>Company</u>	
	<u>As at</u>		<u>As at</u>	
	<u>30/9/2010</u>	<u>31/12/2009</u>	<u>30/9/2010</u>	<u>31/12/2009</u>
	<u>US\$'000</u>	<u>US\$'000</u>	<u>US\$'000</u>	<u>US\$'000</u>
Advances from customers	34,258	22,255	-	-
Accrued expenses	32,706	19,847	263	401
Others	53,822	60,332	2	28
	<u>120,786</u>	<u>102,434</u>	<u>265</u>	<u>429</u>
Related parties	176	1,000	30,746	33,241
	<u>120,962</u>	<u>103,434</u>	<u>31,011</u>	<u>33,670</u>

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

	As at 30/9/2010 US\$'000			As at 31/12/2009 US\$'000		
	Secured	Unsecured	Total	Secured	Unsecured	Total
Amount repayable in one year or less, or on demand	370,004	740	370,744	304,028	10,000	314,028
Amount repayable after one year	525,562	-	525,562	368,429	740	369,169
Total	895,566	740	896,306	672,457	10,740	683,197

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 SEPTEMBER 2010

	Ytd Sept 2010 US\$'000	Ytd Sept 2009 US\$'000	3rd Qtr 2010 US\$'000	3rd Qtr 2009 US\$'000
Cash flows from operating activities				
Profit before tax	343,401	186,418	128,844	99,773
Adjustments for:				
Depreciation	60,274	48,240	18,975	16,877
Amortisation	711	614	238	153
Unrealised foreign exchange loss on short-term loans, long-term borrowings and receivables, net	11,573	21,742	7,468	16,847
Share of results of associated companies, net	(1,898)	(4,560)	(613)	(2,263)
Gain on disposal of property, plant and equipment	(1,295)	(383)	(485)	(115)
Property, plant and equipment written off	402	604	51	173
Allowance for impairment loss on loan receivable	6,061	-	6,061	-
Allowance for/(Write back of) impairment loss on inventories	1	-	(836)	-
Gain from changes in fair value of financial assets at fair value through profit or loss	(3,319)	(3,385)	(2,063)	(1,414)
Interest income	(5,965)	(4,210)	(1,814)	(1,880)
Interest expense	33,439	36,902	12,829	12,956
Operating cash flow before working capital changes	443,385	281,982	168,655	141,107
Changes in operating assets and liabilities:				
Trade receivables	(85,188)	44,106	(60,626)	7,580
Other receivables	(205,578)	(40,718)	(114,788)	20,855
Inventories	49,777	(143,798)	50,364	(11,616)
Trade payables	11,443	127,192	26,058	90,894
Other payables	2,923	2,405	30,824	(6,016)
Cash generated from operations	216,762	271,169	100,487	242,804
Tax paid	(72,522)	(50,508)	(30,002)	(29,961)
Interest received	5,704	3,171	2,067	1,199
Interest paid	(30,864)	(36,848)	(11,516)	(12,045)
Net cash from operating activities	119,080	186,984	61,036	201,997

**UNAUDITED CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE PERIOD ENDED 30 SEPTEMBER 2010 (Cont'd)**

	Ytd Sept 2010 <u>US\$'000</u>	Ytd Sept 2009 <u>US\$'000</u>	3rd Qtr 2010 <u>US\$'000</u>	3rd Qtr 2009 <u>US\$'000</u>
Cash flows from investing activities				
Proceeds from sale of property, plant and equipment	2,133	3,950	316	1,004
Proceeds from sale of biological assets	1,304	834	406	235
Capital expenditure on property, plant and equipment	(192,238)	(124,016)	(44,575)	(48,897)
Capital expenditure on biological assets	(40,831)	(38,580)	(17,292)	(13,089)
Net decrease/(increase) in short-term investments	33,958	(16,831)	31,881	19,635
(Increase)/Decrease in long-term investments	(9,042)	-	922	-
Investments in Plasma/KKPA Program plantations, net	(7,750)	(1,379)	(3,228)	(1,070)
Investments in an associated company	(1,068)	-	-	-
Dividends received from an associated company	-	2,527	-	2,527
Acquisition of subsidiaries, net of cash acquired	(124,491)	-	(124,491)	-
Investment in deferred expenditure	(1,262)	(654)	(90)	(12)
Increase in long-term receivables and assets	(7,153)	(13,892)	(8,180)	(14,450)
Net cash used in investing activities	<u>(346,440)</u>	<u>(188,041)</u>	<u>(164,331)</u>	<u>(54,117)</u>
Cash flows from financing activities				
Proceeds from short-term loans	480,883	162,632	214,128	20,403
Proceeds from long-term borrowings	209,042	230,276	203,041	75,000
Payment of dividends	(44,702)	(2,706)	(1,142)	(2,706)
Payments of short-term loans	(451,809)	(209,839)	(255,722)	(86,148)
Payments of long-term borrowings	(51,719)	(101,451)	(18,529)	(31,124)
Payments of obligations under finance leases	(18)	(4)	(10)	(1)
Net proceeds from Rights Issue	-	216,134	-	216,134
Deferred loan charges and long-term bank loan administration costs	(2,428)	(5,501)	(1,856)	(3,675)
Increase in time deposits pledged	(32,680)	(37,846)	(31,671)	(28,285)
Net cash from financing activities	<u>106,569</u>	<u>251,695</u>	<u>108,239</u>	<u>159,598</u>
Net (decrease)/increase in cash and cash equivalents	<u>(120,791)</u>	<u>250,638</u>	<u>4,944</u>	<u>307,478</u>
Cash and cash equivalents at beginning of the period	<u>279,909</u>	<u>128,606</u>	<u>154,174</u>	<u>71,766</u>
Cash and cash equivalents at end of the period (See Note below)	<u>159,118</u>	<u>379,244</u>	<u>159,118</u>	<u>379,244</u>

Note:

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

	30/9/2010 <u>US\$'000</u>	30/9/2009 <u>US\$'000</u>
Time deposits, cash and bank balances	206,635	421,698
Less: Time deposits pledged	(47,517)	(42,454)
	<u>159,118</u>	<u>379,244</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 SEPTEMBER 2010**

	Ytd Sept 2010 US\$'000	Ytd Sept 2009 US\$'000	3rd Qtr 2010 US\$'000	3rd Qtr 2009 US\$'000
Profit for the period	259,074	135,353	100,708	71,899
Other comprehensive income				
Foreign currency translation differences on consolidation	4,004	385	3,211	640
Changes in fair value of cash flow hedges	(3,036)	(1,102)	(3,036)	-
Changes in fair value of cash flow hedges transferred to income statement	1,584	2,936	-	1,102
Other comprehensive income, net of tax	2,552	2,219	175	1,742
Total comprehensive income for the period	261,626	137,572	100,883	73,641
Total comprehensive income attributable to:				
Owners of the Company	256,136	136,203	99,225	72,037
Non-controlling interests	5,490	1,369	1,658	1,604
	261,626	137,572	100,883	73,641

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 2010	303,467	1,569,185	840,577	2,713,229
Adjustment to share issuance expenses	-	(18)	-	(18)
Dividends paid for 2009	-	-	(43,560)	(43,560)
Loss for the period, representing total comprehensive expenses for the period	-	-	(1,107)	(1,107)
Balance as at 30 Jun 2010	303,467	1,569,167	795,910	2,668,544
Loss for the period, representing total comprehensive expenses for the period	-	-	(1,206)	(1,206)
Balance as at 30 Sept 2010	303,467	1,569,167	794,704	2,667,338
Balance as at 1 Jan 2009	249,397	1,407,102	13,400	1,669,899
Issuance of shares pursuant to Bonus Issue	9,976	(9,976)	-	-
Profit for the period, representing total comprehensive income for the period	-	-	6,873	6,873
Balance as at 30 Jun 2009	259,373	1,397,126	20,273	1,676,772
Issuance of shares pursuant to Rights Issue	44,094	176,374	-	220,468
Share issue expense	-	(4,334)	-	(4,334)
Loss for the period, representing total comprehensive expenses for the period	-	-	(37)	(37)
Balance as at 30 Sept 2009	303,467	1,569,166	20,236	1,892,869

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

The Group	←-----Attributable to Owners of the Company-----→										Non-controlling Interests	Total Equity
	Issued Capital	Share Premium	Other Paid-in Capital	Other Reserve	Hedging Reserve	Foreign Currency Translation Reserve	Cumulative Translation Adjustments	PRC Statutory Reserve	Retained Earnings	Total		
	<u>US\$'000</u>	<u>US\$'000</u>	<u>US\$'000</u>	<u>US\$'000</u>	<u>US\$'000</u>	<u>US\$'000</u>	<u>US\$'000</u>	<u>US\$'000</u>	<u>US\$'000</u>	<u>US\$'000</u>		
Balance as at 1 Jan 2010	303,467	934,315	184,318	1,136	(1,584)	16,385	(16,684)	2,116	4,014,224	5,437,693	96,062	5,533,755
Adjustment to share issuance expenses	-	(18)	-	-	-	-	-	-	-	(18)	-	(18)
Dividends paid for 2009	-	-	-	-	-	-	-	-	(43,560)	(43,560)	-	(43,560)
Total comprehensive income for the period	-	-	-	-	1,584	754	-	-	154,573	156,911	3,832	160,743
Balance as at 30 Jun 2010	303,467	934,297	184,318	1,136	-	17,139	(16,684)	2,116	4,125,237	5,551,026	99,894	5,650,920
Dividend paid to non-controlling shareholders	-	-	-	-	-	-	-	-	-	-	(1,142)	(1,142)
Total comprehensive (expense)/income for the period	-	-	-	-	(3,036)	3,093	-	-	99,168	99,225	1,658	100,883
Balance as at 30 Sept 2010	303,467	934,297	184,318	1,136	(3,036)	20,232	(16,684)	2,116	4,224,405	5,650,251	100,410	5,750,661

The Group	←-----Attributable to Owners of the Company-----→										Non-controlling Interests	Total Equity
	Issued Capital	Share Premium	Other Paid-in Capital	Other Reserve	Hedging Reserve	Foreign Currency Translation Reserve	Cumulative Translation Adjustments	PRC Statutory Reserve	Retained Earnings	Total		
	<u>US\$'000</u>	<u>US\$'000</u>	<u>US\$'000</u>	<u>US\$'000</u>	<u>US\$'000</u>	<u>US\$'000</u>	<u>US\$'000</u>	<u>US\$'000</u>	<u>US\$'000</u>	<u>US\$'000</u>		
Balance as at 1 Jan 2009	249,397	772,232	184,318	1,136	(1,834)	15,783	(16,684)	-	3,409,378	4,613,726	93,104	4,706,830
Total comprehensive income/(expenses) for the period	-	-	-	-	732	(246)	-	-	63,680	64,166	(235)	63,931
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	(16,684)	-	3,473,058	4,677,892	92,869	4,770,761
Issuance of shares pursuant to Rights Issue	44,094	176,374	-	-	-	-	-	-	-	220,468	-	220,468
Share issue expenses	-	(4,334)	-	-	-	-	-	-	-	(4,334)	-	(4,334)
Total comprehensive income for the period	-	-	-	-	1,102	379	-	1,341	69,215	72,037	1,604	73,641
Dividends paid to minority shareholders	-	-	-	-	-	-	-	-	-	-	(2,706)	(2,706)
Balance as at 30 Sept 2009	303,467	934,296	184,318	1,136	-	15,916	(16,684)	1,341	3,542,273	4,966,063	91,767	5,057,830

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 September 2010 and 2009.

There have been no changes to the number of issued ordinary shares of the Company since 31 December 2009.

As at 30 September 2010, the outstanding number of warrants was 705,493,728. Each warrant carries the right to subscribe for 1 new ordinary share at an exercise price of S\$0.54 and may only be exercised on the third (3rd) anniversary of the date of issuance (i.e. on 23 July 2012). Assuming all the warrants are fully exercised, the number of new ordinary shares to be issued would be 705,493,728.

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 September 2010 and 31 December 2009 was 12,138,676,942 ordinary shares of US\$0.025 each.

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

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 2009.

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 period reported on and the corresponding period of the immediately preceding financial year, after deducting any provision for preference dividends**

	The Group			
	Ytd Sept 2010	Ytd Sept 2009	3rd Qtr 2010	3rd Qtr 2009
Earnings per ordinary share for the period after deducting any provision for preference dividends:-				
(i) Based on weighted average number of ordinary shares	USD2.09cents	USD1.18cents	USD0.82cents	USD0.59cents
- Weighted average numbers of shares	12,138,676,942	11,364,399,195	12,138,676,942	11,959,997,462
(ii) On a fully diluted basis	USD2.09cents	n.a.	USD0.81cents	n.a.
- Weighted average numbers of shares	12,160,454,566	n.a.	12,172,745,550	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 Sept 2010	As at 31 Dec 2009	As at 30 Sept 2010	As at 31 Dec 2009
Net asset value per ordinary share based on existing issued share capital of 12,138,676,942 shares	US\$0.47	US\$0.45	US\$0.22	US\$0.22

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 nine months ended			
Revenue			
30 September 2010	1,877,549	437,945	2,315,494
30 September 2009	1,232,497	418,123	1,650,620
Increase/(Decrease)	645,052	19,822	664,874
Increase/(Decrease) %	52.3	4.7	40.3
Gross Profit			
30 September 2010	542,589	24,874	567,463
30 September 2009	329,705	20,344	350,049
Increase/(Decrease) in profit	212,884	4,530	217,414
Increase/(Decrease) %	64.6	22.3	62.1
EBITDA (see note (1))			
30 September 2010	406,643	17,201	423,844
30 September 2009	258,011	13,936	271,947
Increase/(Decrease) in profit	148,632	3,265	151,897
Increase/(Decrease) %	57.6	23.4	55.9
Interest on borrowings			
30 September 2010	30,562	2,877	33,439
30 September 2009	35,378	1,524	36,902
Increase/(Decrease)	(4,816)	1,353	(3,463)
Increase/(Decrease) %	(13.6)	88.8	(9.4)
Depreciation and amortisation			
30 September 2010	55,288	5,697	60,985
30 September 2009	43,522	5,332	48,854
Increase/(Decrease)	11,766	365	12,131
Increase/(Decrease) %	27.0	6.8	24.8
Foreign exchange gain/(loss)			
30 September 2010	17,467	677	18,144
30 September 2009	(4,462)	129	(4,333)
Increase in gain	21,929	548	22,477
Increase/(Decrease) %	n.m.	424.8	n.m.
Exceptional loss			
30 September 2010	6,061	-	6,061
30 September 2009	-	-	-
Increase/(Decrease)	6,061	-	6,061
Increase/(Decrease) %	n.m.	-	n.m.
Share of associates' profit			
30 September 2010	1,898	-	1,898
30 September 2009	4,560	-	4,560
Decrease in profit	(2,662)	-	(2,662)
Increase/(Decrease) %	(58.4)	-	(58.4)
Profit before tax			
30 September 2010	334,097	9,304	343,401
30 September 2009	179,209	7,209	186,418
Increase/(Decrease) in profit	154,888	2,095	156,983
Increase/(Decrease) %	86.4	29.1	84.2
Net profit attributable to owners of the Company			
30 September 2010	245,721	8,020	253,741
30 September 2009	127,724	6,512	134,236
Increase/(Decrease) in profit	117,997	1,508	119,505
Increase/(Decrease) %	92.4	23.2	89.0

Notes: (1) This refers to earnings before income tax, non-controlling 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 NINE MONTHS ENDED 30 SEPTEMBER 2010

The Group achieved revenue of US\$2.3 billion for the nine months ended 30 September 2010 ("9M2010"), representing a growth of 40.3% as compared to US\$1.7 billion in the same period in 2009 ("9M2009").

Our EBITDA grew by 55.9% to US\$423.8 million, with net profit increasing by 89% to US\$253.7 million in 9M2010.

REVENUE

Indonesia

Revenue from the Indonesia Agri-business increased by US\$645.1 million to US\$1,877.5 million in 9M2010 as a result of higher crude palm oil ("CPO") prices and higher sales volume during the period. The average international CPO (CIF Rotterdam) price was higher at US\$830 per tonne in 9M2010, as compared to the average of US\$664 in 9M2009.

Our fresh fruit bunch ("FFB") production and CPO production was 5,191,000 tonnes and 1,271,000 tonnes, respectively, as compared to 5,580,000 tonnes and 1,385,000 tonnes respectively in 9M2009. The lower production was mainly due to prolonged rainy weather conditions that disrupted the harvesting process and affected the fruits production. The tree biological slowdown after peak crop in the second half of 2009 also contributed to this decrease. However, we have seen improvements in our quarterly FFB and CPO production, which have increased to 2,062,000 tonnes and 494,000 tonnes, respectively, from 1,663,000 tonnes and 411,000 tonnes in second quarter ended 30 June 2010.

China

Revenue from the China Agri-business was higher at US\$437.9 million as compared to US\$418.1 million in 9M2009. The increase of 4.7% in revenue was primarily attributable to higher sales volume and average selling prices of refined palm oil products.

COST OF SALES

In line with higher revenue recorded during the period, our cost of sales increased by 34.4% to US\$1,748 million in 9M2010.

Indonesia

Cost of sales from the Indonesia Agri-business comprised mainly plantation maintenance, fertiliser and harvesting costs, as well as FFB and CPO purchases for our downstream business. Cost of sales increased to US\$1,335 million in 9M2010 mainly attributable to higher purchase cost for FFB and CPO resulting from higher market prices and higher sales volume during the period.

China

Cost of sales in the China Agri-business comprised mainly purchase cost of soybean and palm oil products. The increase of 3.8% to US\$413.1 million in 9M2010 mainly due to the higher raw material costs in line with higher sales volume of refined palm oil products during the period.

GROSS PROFIT

Gross profit grew by 62.1% to US\$567.5 million in 9M2010 with gross profit margin improving to 24.5% from 21.2% in 9M2009. This was primarily contributed by higher gross profit margin in Indonesia Agri-business as a result of the higher average realised selling prices in line with the higher international CPO prices during the period.

OPERATING EXPENSES

- *Selling expenses*

Selling expenses comprised mainly export tax, transportation, advertising and promotion, and salaries. The significant increase of US\$62.6 million to US\$119 million in 9M2010 was mainly due to higher export tax expense as a result of higher applicable export tax rate and increased export sales during the period, as well as increased freight and insurance charges.

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

- **General and administrative expenses**

General and administrative expenses comprised mainly salaries and related expenses, rent, tax and licenses, depreciation, repairs and maintenance, and professional fees. These expenses increased by 37.5% to US\$113.3 million in 9M2010 primarily contributed by higher salaries and related expenses recorded as a result of additional headcount, higher legal and professional fees, coupled with the strengthening of Indonesian Rupiah (“IDR”) against U.S. Dollar (“USD”) during 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. The net financial expenses decreased by 16.8% to US\$28.1 million in 9M2010 mainly due to lower interest rates on borrowings during the period.

SHARE OF RESULTS OF ASSOCIATED COMPANIES, NET

Share of associated companies’ profit (net) of US\$1.9 million was mainly contributed by PT Dami Mas Sejahtera in the Indonesia Agri-business. The decrease in share of profit was mainly due to foreign exchange translation loss recorded during the period.

FOREIGN EXCHANGE GAIN/(LOSS), NET

Foreign exchange gain of US\$18.1 million in 9M2010 was primarily attributable to realised foreign exchange gain on the settlement of monetary assets in the Indonesia Agri-business.

In the previous corresponding period, foreign exchange loss of US\$4.3 million was mainly due to translation loss of certain IDR liabilities in a subsidiary as IDR strengthened against USD from IDR10,950 as at end of 2008 to IDR9,680 as at end of September 2009.

OTHER OPERATING INCOME, NET

Net other operating income comprised mainly gain from changes in fair value of financial assets, income from shipping and trucking services, rental and commission income. The net operating income in 9M2010 was higher by US\$13.6 million, mainly due to higher commission income earned and higher gain on disposal of fixed assets in the Indonesia Agri-business.

EXCEPTIONAL LOSS

The exceptional loss of US\$6.1 million in 9M2010 was related to impairment loss made on a loan receivable.

TAX

Income tax expense increased by 65.1% to US\$84.3 million in 9M2010 in line with higher taxable profit reported in the Indonesia Agri-business.

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

NON-CONTROLLING INTERESTS

Non-controlling shareholders’ share of profit in 9M2010 was higher at US\$5.3 million in line with higher profit reported in certain subsidiaries in the Indonesia Agri-business.

REVIEW OF FINANCIAL POSITION AS AT 30 SEPTEMBER 2010

Following the acquisition of Florentina International Holdings Limited (“FIH”) group of companies, which has been completed in September 2010, the Group has consolidated the financial position of FIH group as at 30 September 2010 and will account for the financial results for FIH group with effect from the fourth quarter 2010.

ASSETS

Total assets of the Group increased by US\$511.8 million to US\$8,412.3 million as at 30 September 2010, mainly attributable to higher property, plant and equipment resulted from additional facilities during the period, higher advances payment for raw material purchases and consolidation of the acquired FIH group.

Total assets of FIH group was US\$216 million, comprising property, plant and equipment of US\$168.6 million, cash and cash equivalents of US\$25.6 million, investment properties of US\$1.6 million and other assets of US\$20.2 million.

Current Assets

Cash and cash equivalents decreased to US\$206.6 million mainly due to capital expenditure on property, plant and equipment incurred in Indonesia Agri-business and acquisition of FIH group.

Short-term investments were lower at US\$35.2 million following the reduction in time deposits placed with maturity over three months.

Trade receivables increased by US\$86.4 million to US\$189.1 million in line with higher sales recorded in Indonesia Agri-business.

Other receivables increased by US\$211.6 million primarily due to higher advance payment for soybean and CPO purchases, higher prepaid taxes which include prepaid value-added taxes as a result of higher purchases and capital expenditure in Indonesia Agri-business, as well as higher deposits as at end of September 2010.

Non-Current Assets

Property, plant and equipment increased by US\$307.5 million primarily attributable to the consolidation of property, plant and equipment of FIH group, as well as the construction of plantation facilities, refinery facilities and other ancillary plantation facilities in the Indonesia Agri-business.

The increase in associated companies of US\$5.1 million was mainly resulting from additional interests in associated companies.

Increase in long-term investment of US\$9.2 million was attributable to placement in bonds with maturity over one year.

LIABILITIES

The Group’s total liabilities increased by US\$294.9 million to US\$2,661.7 million as at 30 September 2010 mainly due to higher borrowings and consolidation of the acquired FIH group.

Total liabilities of FIH group of US\$73.1 million included bank borrowings of US\$18.2 million, deferred tax liabilities of US\$26.8 million, trade payables of US\$19.6 million and other liabilities of US\$8.5 million.

Total borrowings increased by US\$213.1 million to US\$896.3 million mostly attributable to additional borrowings for capital expenditure and working capital purposes in Indonesia Agri-business.

REVIEW OF CONSOLIDATED STATEMENT OF CASH FLOWS FOR NINE MONTHS ENDED 30 SEPTEMBER 2010

The Group generated net cash flows from its operating activities (after payment of taxes and interest expenses) of US\$119.1 million in 9M2010. The lower cash inflows recorded in the current period mainly resulted from the higher advance payment for the purchase of soybean and CPO.

Net cash used in investing activities of US\$346.4 million was mainly related to the additional planted hectares in the Indonesia Agri-business, construction of plantation and refinery facilities, other supporting facilities and acquisition of FIH group.

Net cash from financing activities of US\$106.6 million was mainly related to proceeds from loans drawn (net of repayment), net of dividends 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 competitive conditions of the industry in which the group operates and any known factors or events that may affect the group in the next reporting period and the next 12 months

The outlook for the palm oil industry remains positive given its strong fundamentals, supported by it being the highest yielding and cheapest edible oil in the world. We expect the demand for palm oil to continue growing, underpinned by continued core demand from the edible oil, as well as demand from oleo-chemical markets and renewable energy sector.

Nonetheless, the CPO prices remain volatile and continue to be affected by various factors, including the global climatic condition, supply and demand of CPO and other vegetable oils, and developments in government policy on import duties and export taxes of the countries we trade with. We will continue to strive to increase our production through expansion, as well as 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, in particular soybean prices. Moving forward, we will focus on managing our costs and targeting our growth in the sale of various palm-based products through the extended distribution channels.

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? 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 interim dividend has been declared for the third quarter ended 30 September 2010.

**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)
	3Q2010	3Q2010
	US\$	US\$
AFP Properties Limited (formerly known as Asia Food & Properties Limited)	142,838,000 [®]	Nil
AFP (Shanghai) Co., Ltd	Nil	1,480,000
Ningbo Asia Paper Tube & CartonBox Co., Ltd	Nil	249,987
Ningbo Asia Pulp & Paper Co., Ltd	Nil	90,649
Ningbo Zhonghua Paper Co., Ltd	Nil	72,932
PT Asuransi Sinar Mas	Nil	136,822
PT Bank Sinarmas	Nil	204,577*
PT Rolimex Kimia Nusamas	Nil	1,193,813
PT Sinar Jati Mitra	Nil	350,839
Zhuhai Huafeng Foodstuff Co., Ltd	Nil	277,056
Total	142,838,000	4,056,675

Notes:

[®] Acquisition of FIH from AFP Properties Limited which was completed on 16 September 2010.

* Principal amount as at 30 September 2010 is approximately US\$0.2 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 third quarter and nine months ended 30 September 2010 unaudited financial results to be false or misleading.

On behalf of the board of directors

Simon Lim
Director

Rafael Buhay Concepcion, Jr.
Director

11 November 2010

BY ORDER OF THE BOARD

Simon Lim
Director
11 November 2010

Submitted by Kimberley Lye Chor Mei, Senior Manager on 11 Nov 2010 to the SGX