



ASTI HOLDINGS LIMITED

Company No. 199901514C
(Incorporated in the Republic of Singapore)

Results For The Financial Period Ended 31 March 2009 Unaudited Financial Statements and Dividend Announcement

The Directors are pleased to make the following announcement of the unaudited results for the financial period ended 31 Mar 2009

1(a)(i) An income statement for the group together with a comparative statement for the corresponding period of the immediately preceding financial year

	Group		
	First Quarter Ended		
	S\$'000		%
	31/3/09	31/3/08	Change
Turnover	92,253	127,484	(28%)
Cost of sales	(80,591)	(109,223)	(26%)
Gross profit	11,662	18,261	(36%)
Other income	236	296	(20%)
Selling and marketing costs	(6,010)	(7,767)	(23%)
Research and development costs	(1,635)	(2,238)	(27%)
General and administrative costs	(9,117)	(10,519)	(13%)
Other operating income	887	214	314%
Total operating expenses	(15,875)	(20,310)	(22%)
Finance costs, net	(1,333)	(1,907)	(30%)
Share of results of associated companies, net of tax	1	(522)	NM
Loss before income tax	(5,309)	(4,182)	27%
Income tax	(201)	(440)	(54%)
Net loss for the period	(5,510)	(4,622)	19%
Attributable to :			
Members of the Company	(4,821)	(4,082)	18%
Minority interests	(689)	(540)	28%
	(5,510)	(4,622)	19%

NM : Not meaningful



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1(a)(ii) The following items (with appropriate breakdowns and explanations), if significant, must either be included in the income statement or in the notes to the income statement for the current financial period reported on and the corresponding period of the immediately preceding financial year.

Group		
First Quarter Ended		
S\$'000		%
31/3/09	31/3/08	Change
Profit before income tax is		
stated after crediting/(charging):		
Interest income	38	143 (73%)
Interest on borrowings	(1,041)	(1,750) (41%)
Depreciation and amortisation	(3,099)	(3,174) (2%)
Net provision for doubtful debts	(300)	(614) (51%)
Net write back/(provision) for stock obsolescence	(636)	(1,329) (52%)
Foreign currency exchange gain	925	99 834%

1(a)(iii) Amount of any adjustment for under or overprovision of tax in respect of prior years.

There is a net over-provision of income tax of \$209,000 (2008: under-provision of \$18,000) in respect of prior years.

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

Group		
First Quarter Ended		
S\$'000		%
31/3/09	31/3/08	Change
Net loss for the period	(5,510)	(4,622) 19%
Other comprehensive income:-		
Foreign currency translation adjustment	2,169	(2,145) NM
Fair value changes on available-for-sale assets	158	(175) NM
Other comprehensive income, net of tax	2,327	(2,320) NM
Total comprehensive income for the period	(3,183)	(6,942) (54%)
Total comprehensive income attributable to :-		
Members of the Company	(2,846)	(6,342) (55%)
Minority interests	(337)	(600) (44%)
	(3,183)	(6,942) (54%)



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

	Group		Company	
	S\$'000		S\$'000	
	31/3/09	31/12/08	31/3/09	31/12/08
Non-current Assets				
Intangible assets	15,240	14,727	88	88
Property, plant and equipment	39,352	40,427	64	79
Investments in subsidiary companies	-	-	62,351	62,351
Investment in associated companies	89	158	5,170	5,170
Other investments	6,829	3,700	3,861	899
Other financial asset	2,533	2,405	-	-
Deferred income tax assets	585	572	-	-
	64,628	61,989	71,534	68,587
Current Assets				
Stocks	47,852	53,966	-	-
Other debtors and prepayments	6,189	6,106	29	20
Amounts due from subsidiary companies	-	-	9,069	9,389
Amounts due from associated companies	25,953	25,778	25,017	24,915
Trade debtors	99,103	103,072	-	-
Cash and bank balances	47,618	52,723	1,988	2,634
	226,715	241,645	36,103	36,958
Total Assets	291,343	303,634	107,637	105,545
Equity Attributable to Members of the Company				
Share capital	127,359	127,359	127,359	127,359
Treasury shares	(6,669)	(11,256)	(6,669)	(11,256)
Accumulated losses	(28,573)	(23,752)	(52,115)	(53,761)
Foreign currency translation reserve	(3,192)	(5,009)	-	-
Fair value reserve	158	-	158	-
Share options reserve	2,537	2,477	2,537	2,477
Capital reserves	(2,570)	(786)	(1,783)	-
	89,050	89,033	69,487	64,819
Minority interests	15,680	16,017	-	-
Total Equity	104,730	105,050	69,487	64,819
Non-current Liabilities				
Deferred income tax liabilities	1,818	1,829	76	76
Lease creditors	931	1,066	-	-
Long term payables	585	566	-	-
Amounts due to financial institutions	1,969	2,113	-	-
	5,303	5,574	76	76
Current Liabilities				
Provision	395	424	-	-
Provision for income tax	986	2,484	255	255
Amounts due to financial institutions	67,888	79,183	24,375	27,311
Bills payable	37,198	37,106	-	-
Creditors and accrual	74,843	73,813	2,810	3,159
Amounts due to subsidiary companies	-	-	10,634	9,925
	181,310	193,010	38,074	40,650
Total Liabilities	186,613	198,584	38,150	40,726
Total Equity and liabilities	291,343	303,634	107,637	105,545



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

Amount repayable in one year or less, or on demand

31/3/09		31/12/08	
Secured	Unsecured	Secured	Unsecured
S\$'000	S\$'000	S\$'000	S\$'000
960	66,928	908	78,275

Amount repayable after one year

31/3/09		31/12/08	
Secured	Unsecured	Secured	Unsecured
S\$'000	S\$'000	S\$'000	S\$'000
1,969	Nil	2,113	Nil

Details of any collateral

Bank term loans with aggregate amount of \$2,929,000 (31/12/08: \$3,021,000) of subsidiary companies are secured on the land and buildings of the subsidiary companies.



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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

	Group	
	31/3/09 S\$'000	31/3/08 S\$'000
Cashflow from operating activities		
Cash generated from/(used in) operations	9,885	(6,977)
Interest paid	(1,041)	(1,696)
Interest received	38	143
Income tax paid	(2,154)	(294)
Income tax refund	1,059	418
Cash generated from/(used in) operating activities	7,787	(8,406)
Cashflow from investing activities		
Proceeds on disposals of property, plant and equipment	63	130
Purchase of property, plant and equipment	(389)	(3,159)
Acquisition of other investments	-	(1,000)
Project development expenditure	(151)	-
Net cash used in investing activities	(477)	(4,029)
Cashflow from financing activities		
Considerations paid for share buy-back	-	(2,844)
Payment of lease creditors	(251)	(295)
Net (repayment of)/proceeds from banks borrowings	(14,002)	(4,790)
Net cash used in financing activities	(14,253)	(7,929)
Net decrease in cash and cash equivalents	(6,943)	(20,364)
Cash and cash equivalents at 1 January	52,723	74,702
Effect of exchange rate changes on cash and cash equivalents	1,838	1,680
Cash and cash equivalents at 31 March	47,618	56,018



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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

Group	Attributable to Members of the Company							Minority interests	Equity Total	
	Share Capital	Treasury shares	Share options reserves	Fair value reserves	Capital reserves	Foreign currency translation reserve	Accumulated losses			Equity attributable to owners of parent,
	(Non-distributable)						Distributable			Total
	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	
For The First Quarter Ended Ended 31 Mar 2009										
Balance as at 1 Jan'09	127,359	(11,256)	2,477	-	(786)	(5,009)	(23,752)	89,033	16,017	105,050
Total comprehensive income for the period	-	-	-	158	-	1,817	(4,821)	(2,846)	(337)	(3,183)
Grant of share options	-	-	60	-	-	-	-	60	-	60
Reissue of treasury shares	-	4,587	-	-	(1,784)	-	-	2,803	-	2,803
Balance as at 31 Mar'09	127,359	(6,669)	2,537	158	(2,570)	(3,192)	(28,573)	89,050	15,680	104,730
For The First Quarter Ended Ended 31 Mar 2008										
Balance as at 1 Jan'08	127,359	(8,412)	1,890	(1,982)	(786)	(3,312)	(9,100)	105,657	20,577	126,234
Total comprehensive income for the period	-	-	-	(175)	-	(2,085)	(4,082)	(6,342)	(600)	(6,942)
Grant of share options	-	-	147	-	-	-	-	147	-	147
Share buy-back	-	(2,844)	-	-	-	-	-	(2,844)	-	(2,844)
Balance as at 31 Mar'08	127,359	(11,256)	2,037	(2,157)	(786)	(5,397)	(13,182)	96,618	19,977	116,595

Company	Share Capital	Treasury shares	Share options reserves	Fair value reserves	Capital reserves	Accumulated losses	Total
	(Non-distributable)					Distributable	
	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
For The First Quarter Ended Ended 31 Mar 2009							
Balance as at 1 Jan'09	127,359	(11,256)	2,477	-	-	(53,761)	64,819
Total comprehensive income for the period	-	-	-	158	-	1,646	1,804
Grant of share options	-	-	60	-	-	-	60
Reissue of treasury shares	-	4,587	-	-	(1,783)	-	2,804
Balance as at 31 Mar'09	127,359	(6,669)	2,537	158	(1,783)	(52,115)	69,487
For The First Quarter Ended Ended 31 Mar 2008							
Balance as at 1 Jan'08	127,359	(8,412)	1,890	(1,982)	-	(32,198)	86,657
Total comprehensive income for the period	-	-	-	(175)	-	134	(41)
Grant of share options	-	-	147	-	-	-	147
Shares buy-back	-	(2,844)	-	-	-	-	(2,844)
Balance as at 31 Mar'08	127,359	(11,256)	2,037	(2,157)	-	(32,064)	83,919



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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 or 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 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

No ordinary shares were issued during the period.

Under the ASTI Share Option Scheme (2001), options for 27,311,000 unissued ordinary shares were outstanding as at 31 March 2009 (31 March 2008: 28,254,000 unissued ordinary shares).

See below for details relating to the number of shares held as treasury shares.

1(d)(iii) To show the total 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.

	Group & Company	
	31/3/09	31/12/08
Total number of issued shares	572,844,427	572,844,427
Less : Treasury shares	(37,125,248)	(57,148,000)
Total number of issued shares (excluding treasury shares)	535,719,179	515,696,427

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

During the current financial quarter, 20,022,752 treasury shares were reissued.

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

The figures have not been audited or reviewed.

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

On 1 January 2009, the Group adopted the revised FRS 1 Presentation of Financial Statements, which is effective for annual periods beginning on or after 1 January 2009. Based on the requirements of the revised standard, the Group:

- Separated the presentation of owner and non-owner changes in equity. The Statements of Changes in Equity include only details of transactions with owners, with all non-owner changes in equity presented as a single line as "Total comprehensive income for the year".
- Elected to present income and expenses of profit or loss in the Income Statement and to present income and expenses recognised directly in equity in a separate Statement of Comprehensive Income.

As this is a change of presentation of financial statements, it does not have any impact on the results and financial position of the Group and Company.

The same accounting policies and methods of computation are followed in the financial statements as compared with the most recent audited annual financial statements.

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

See paragraph 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

	Group	
	First Quarter Ended	
	31/3/09	31/3/08
Loss per share after deducting any provision for preference dividends:-		
a) Based on weighted average number of ordinary shares in issue	(0.92) cents	(0.79) cents
Weighted average number of shares	526,541,286	518,745,138
b) On a fully diluted basis	(0.92) cents	(0.79) cents
Adjusted weighted average number of shares	526,541,286	518,745,138

Diluted loss per share for the current period is the same as basic loss per share because the potential ordinary shares to be converted from the exercise of share options are anti-dilutive as the effect of the share conversion was to decrease the loss per share.

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

	Group		Company	
	31/3/09	31/12/08	31/3/09	31/12/08
Net assets value per ordinary share	16.62 cts	17.26 cts	12.97 cts	12.57 cts
Number of ordinary shares at end of financial period	535,719,179	515,696,427	535,719,179	515,696,427

The number of ordinary shares used in the computation of net assets value per share excludes those shares held as treasury shares.



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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 reported on

(A) Analysis of Group Performance

<u>Business Segment</u>	<u>Sales</u>		
	<u>1Q2009</u>	<u>1Q2008</u>	<u>4Q2008</u>
	<u>S\$'000</u>	<u>S\$'000</u>	<u>S\$'000</u>
Backend Equipment Solutions & Technologies ("BEST")	11,407	26,130	22,360
Distribution & Services	80,846	101,354	97,176
	<u>92,253</u>	<u>127,484</u>	<u>119,536</u>

INCOME STATEMENT

Revenue

In 1Q2009, the Group reported a 28% decline in revenue from \$127.5 million (1Q2008) to \$92.3 million (1Q2009) due to the continuing weak demand. Compared to 4Q2008, the Group reported a 23% decline in revenue, which decreased from \$119.5 million (4Q2008) to \$92.3 million (1Q2009).

Both Distribution & Services and Backend Equipment Solutions & Technologies ("BEST") businesses turned in weaker performances. Contribution from Distribution & Services business, which accounted for 87.6% of the Group's total revenue, declined \$20.6 million from \$101.4 million (1Q2008) to \$80.8 million (1Q2009). The decline was mainly due to the prevailing weak demand in the global semiconductor and electronics industries and the cessation of its independent trading business in January 2009. However, the higher revenue generated by the telecommunication infrastructure business arising from stronger customer demand cushioned the weaker performance of the Distribution & Services business. This stronger demand was due to the implementation of 3G network in China.

The balance of 12.4% of the Group's revenue comprises contribution from its BEST business. During the quarter, the BEST business reported a \$14.7 million drop in revenue, which declined from \$26.1 million (1Q2008) to \$11.4 million (1Q2009). This revenue decline is attributable to lower business activities caused by the lower demand in the semiconductor equipment industries.

Gross Profit

Gross profit margin declined from 14.3% (1Q2008) to 12.6% (1Q2009), as a result of the lower sales turnover generated by the BEST business. Consequently, fixed overhead per unit of goods produced was higher and ultimately affected its gross profit margin. The Group's margin was also affected by the lower revenue contribution from its BEST business which generated higher gross margin compared to the Distribution & Services business.

Operating Expenses

Selling, marketing and general administrative expenses were lower by \$3.7 million, declining from \$20.5 million (1Q2008) to \$16.8 million (1Q2009), due to various costs saving initiatives implemented by the Group, cessation of non-core business and consolidation of certain business operations.

Financing costs were lower by 30.1% declining from \$1.9 million (1Q2008) to \$1.3 million (1Q2009). This is mainly due to the lower utilisation of trade facilities by the Distribution & Services business and lower interest rates in 1Q2009 compared to 1Q2008.

The Group reported a foreign exchange gain of \$0.9 million in 1Q2009 compared to the gain of \$0.1 million reported in 1Q2008, due to the relatively stronger US Dollar in 1Q2009.

Net Loss

The Group reported a lower net loss of \$4.8 million in 1Q2009 compared to the net loss of \$6.7 million reported in 4Q2008. However compared to 1Q2008, the net loss was higher due to the global financial and economic crisis that set in towards the final quarter of 2008.



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(A) Analysis of Group Performance (cont'd)

BALANCE SHEET

As at 31 March 2009, total assets stood at \$291.3 million comprising \$64.6 million from non-current asset and \$226.7 million from current assets. Total liabilities stood at \$186.6 million comprising current liabilities of \$181.3 million and non-current liabilities of \$5.3 million. Shareholders' equity including minority interests stood at \$104.7 million.

The following are highlights of the Group's balance sheet as at 31 March 2009:

Property, plant and equipment

Property, plant and equipment decreased by \$1.0 million from \$40.4 million to \$39.4 million. This is mainly due to the depreciation of fixed assets.

Other investments

The increase in other investments rose from \$3.7 million to \$6.8 million due mainly to an increase in the Group's investments in APS Investment Pte Ltd. Subsequent to 31 March 2009, this investment was sold for cash.

Inventory

Corresponding to the lower sales activities in 2009, inventory balance decreased from \$54.0 million to \$47.9 million.

Trade debtors

Compared to 31 December 2008, trade debtors' balance decreased from \$103.1 million to \$99.1 million, mainly due to lower sales reported in 1Q2009.

Creditors and accruals

Creditors and accruals increased \$0.9 million from \$73.8 million to \$74.8 million. This is mainly due to the additional purchases for the telecommunication infrastructure business of the Distribution and Services business.

Amounts due to financial institutions (current and non-current)

Total borrowings from financial institutions decreased from \$81.3 million to \$69.9 million, representing a decline of \$11.4 million or 14%. The decline was mainly due to the repayment of bank loans.

Treasury shares

The treasury shares relate to the ordinary shares of ASTI Holdings Limited ("ASTI Shares") held by the Company. In 1Q2009, the Company re-issued 20,022,752 treasury shares for the acquisition of APS Investment Pte Ltd.

CASHFLOW STATEMENT

The Group generated a total of \$7.8 million from operating activities for 1Q2009 mainly due to better working capital management. \$14.3 million was used to repay financial institutions during the period. Cash and cash equivalents amounted to \$47.6 million compared to \$52.7 million reported as at 31 December 2008.

The Group is not exposed to any derivatives contracts and not under any due distress from financial institutions and creditors on repayment. The Group continues to manage its cashflows and has deferred any non-critical capital expenditure. The Group expects to service its loans repayment commitments as and when it falls due and believes that it has sufficient funds to support its operations.



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

The actual results were in line with the prospect statement stated in the previous announcement.

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 that may affect the group in the next reporting period and the next 12 months

The visibility for both Distribution & Services and BEST businesses remain low.

In near term, the Distribution & Services business will continue to focus its efforts in growing the telecommunication infrastructure business in China. For our BEST business, we will continue to work closely with our customers to support their capacity requirements.

The Group will continue to closely monitor the performances of its businesses amidst the challenging business environment.

11. Dividend

(a) Current Financial Period Reported On

Any dividend declared for the current financial period reported on?

No dividend is declared for the current financial quarter reported on.

(b) Corresponding Period of the Immediately Preceding Financial Year

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

None

(c) Date payable

Not Applicable

(d) Books closure date

Not Applicable

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

None

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 to quarterly announcement)

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

Please refer to note 8.



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15. A breakdown of sales

(Not applicable to quarterly announcement)

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 to quarterly announcement)

17. Directors' confirmation

To the best of our knowledge, nothing has come to the attention of the Board of Directors which may render the unaudited interim financial results for the financial period ended 31 March 2009 to be false or misleading in any material aspect.

BY ORDER OF THE BOARD

Woo Kwek Kiong
Company Secretary
14 May 2009