



Growing Opportunities

Yamada Green Resources Limited Annual Report 2012





Contents

02	Corporate Profile
03	Our Products
04	Chairman's Statement
08	Financial Highlights
10	Operations Review
14	Board of Directors
16	Executive Officers

It was a strong year of harvest for us as we recorded an increase in revenue of approximately RMB188.9 million, from RMB364.4 million in FY2011 to RMB553.3 million in FY2012. This is mainly attributable to an increase of approximately RMB171.5 million in sales of our self-cultivated edible fungi due to additional cultivation bases.

ROBUST RESULTS



Corporate Profile



“We operate one of the largest shiitake mushroom cultivation bases in Fujian Province, the PRC”

Yamada is a major supplier of edible fungi, operating one of the largest shiitake mushroom cultivation bases in Fujian Province, the People’s Republic of China (the “PRC”). We possess potential upstream resource sustainability with sawdust from our eucalyptus plantations which can be utilised for the production of synthetic logs used in the cultivation of edible fungi.

We also export our processed food products overseas, mainly to Japan, under our customers’ brand names.

Our Products

Self-cultivated Edible Fungi



Most of our self-cultivated edible fungi, such as shiitake mushroom and black fungus, are harvested and sold as fresh produce, while the remaining undergo further processing before being sold as dried products. They are sold mainly to wholesalers of agricultural food products in the PRC, who in turn sell our products to restaurants, supermarkets and retailers. Cultivation period is from October to April.

Processed Food Products



Our processed food products are manufactured from various types of fresh vegetables and semi-processed food products purchased from our suppliers. We also produce konjac-based dietary fibre food products, such as konjac instant noodles and konjac desserts. They are distributed and sold to the PRC consumers mainly through local supermarket chains in major cities under our own brands, and to overseas markets, mainly Japan.

Chairman's Statement



We saw an increase of 51.8% in revenue, from RMB364.4 million for the 12-month period ended 30 June 2011 (“FY2011”) to RMB553.3 million in FY2012.

Dear Shareholders,

On behalf of the Board of Directors, it is my honour to present to you the annual report of Yamada Green Resources Limited (“Yamada” or the “Group”) for the financial year ended 30 June 2012 (“FY2012”).

Global economic conditions have been persistently volatile, while growth in the People’s Republic of China (the “PRC”) has been modest. Amidst this challenging backdrop, Yamada managed to perform relatively well.

Greater preference for healthy, convenience food by modern families in the PRC heightens the demand for our key products such as edible fungi like shiitake mushroom and black fungus, and konjac-based dietary fibre food products. Shiitake mushrooms, in particular, are known to be one of the world’s most popular edible mushrooms, favoured for its great taste and high nutritional value.

With a productive year, we saw an increase of 51.8% in revenue, from RMB364.4 million for the 12-month period ended 30 June 2011 (“FY2011”) to RMB553.3 million in FY2012.

We achieved increased sales of self-cultivated edible fungi by 77.7% to RMB392.1 million in FY2012. It was mainly attributable to additional cultivation bases.

We produced and sold 56,000 tonnes of self-cultivated shiitake mushrooms in FY2012 as compared to 31,000 tonnes in FY2011. The average unit selling price of our self-cultivated shiitake mushroom sold as fresh produce remained relatively stable at approximately RMB6.75 per kg in FY2012.

Apart from our self-cultivation business segment, we have also recorded higher revenue in our processed food products business segment, arising from better sales in both overseas and domestic markets.

In line with the increase in revenue, our gross profit grew 41.2%, from RMB147.5 million in FY2011 to RMB208.3 million in FY2012.

The gross profit margin for our self-cultivation business segment decreased from approximately 49.5% in FY2011



to approximately 39.9% in FY2012. It was mainly due to the rising raw material cost of synthetic logs.

The gross profit margin for our processed food products business segment increased from approximately 27.0% in FY2011 to approximately 32.2% in FY2012.

Overall, the Group has achieved a net profit after tax of approximately RMB139.5 million for the financial year ended 30 June 2012, an increase of 23.7% from the same period last year.

HIGHLIGHTS

Over the year, we expanded the size of our shiitake mushroom cultivation bases, from approximately 2,614 mu in FY2011 to 5,134 mu in FY2012. This increase allowed us to boost our production volume, resulting in higher sales of shiitake mushrooms.

In tandem with increased production capacity, we have stepped up our marketing efforts by collaborating with new mushroom distributors to reach out to customers in other parts of the PRC beyond Fujian Province. Enlarging our down-stream supply chain allows us to boost the sales of our self-cultivated shiitake mushrooms.

We have also strengthened our brand positioning through various marketing strategies, particularly for our processed food products. Our marketing activities include advertising and promotion to raise consumer awareness of our new products as well as expanding our sales and marketing network in the PRC.

OUTLOOK AND STRATEGY

The rise of disposable incomes and an increasing appreciation for healthier lifestyles are just two of the favourable trends which we expect will translate into more opportunities for the Group. As awareness of the health benefits of shiitake mushroom and black fungus increases, we believe that demand for our core products will remain healthy. Likewise, increasing urbanisation in the PRC will also lead to growing demand for convenience food products, such as our konjac-based dietary fibre food products, which is a common trend across globally developed countries and cities.

We are enhancing our sales and marketing of konjac-based convenience food products which are sold under our own brands, such as the "7th Element". In addition, our self-cultivated edible fungi and other processed food products (mainly processed bamboo shoots and processed mushrooms) are repackaged and marketed under our new trademark, the "7th Manor". This is to improve the products' rebranding. We place great emphasis on increasing sales of our own branded products and expanding the sales and distribution channels in the PRC, as we believe this will set a strong foundation for sustainable growth.

CONCLUSION

FY2012 has been a year of encouraging results. We look forward to better results as our strategies take shape. On behalf of the Board, I would like to thank our Directors, Management and staff for their noteworthy contributions over the year. I would also like to give a special note of thanks to our valued business associates and shareholders. We look forward to even better results in the years to come.

Chen Qiu hai

Executive Chairman and Chief Executive Officer

主席致辞

尊敬的各位股东，

在此，我谨代表山田绿色资源有限公司董事会，向各位呈报公司截至2012年6月30日的年报。

全球经济情况持续动荡，中国的经济增长也在放缓。在这充满挑战性的环境下，山田绿色的表现依旧良好。

中国现代家庭日渐偏向健康和方便食品，这提升了消费者对我们主要产品的需求，例如食用菌，主要包括香菇和黑木耳，以及魔芋膳食纤维食品。香菇以其口感和高营养价值尤其成为最受欢迎的食用菌之一。

集团的收入增长了51.8%，从2011财年（截至2011年6月30日为止的12个月）的3.6亿元人民币增加到2012财年的5.5亿元人民币。

自种食用菌的销售收入在2012财年达到3.9亿元人民币，上升了77.7%。这主要来自于种植基地的扩充。

2012财年，我们生产和销售了大约5万6千吨的自种香菇，而2011财年的生产和销售是大约3万1千吨。自种香菇的平均售价维持在大约每公斤6.75元人民币。

除此之外，加工食品业务的收入也有所提升。国内外市场的销售增加促进了加工食品业务的稳健成长。

随着销售收入的增长，集团毛利上升了41.2%，从2011财年的1.5亿元人民币增加到2012财年的2.1亿元人民币。

自种食用菌业务的毛利率从2011财年的49.5%下降到2012财年的39.9%。毛利率的下降主要是因为菌棒原料成本的上涨。

加工食品业务的毛利率从2011财年的27.0%上升到2012财年的32.2%。

总体而言，集团在2012财年的税后净利润达到1.4亿元人民币，同比上升了23.7%。

经营亮点

在过去一年，我们的香菇种植基地从2011财年的二千六百亩扩充到五千一百亩。这令我们大幅度增加了自种香菇的产量和销售量。

配合生产能力的提高，我们同时与指定的香菇分销商合作，进一步将香菇的销售网络延伸到福建省以外的区域。这扩大了我们的下游销售链，让我们更好地推动了自种香菇的销量。

我们也通过各种市场策略来加强我们的品牌定位。我们的营销活动包括了广告和促销来提升消费者对我们新产品的认知，同时也扩大在中国的营销网络。

前景展望及战略规划

在中国，人民可支配收入上升和对健康生活的日益关注是对我们业务发展有利的趋势，这将为我们带来商机。消费者越来越认同香菇和黑木耳富有的营养价值，我们相信市场对集团主要产品的需求将保持稳定。同样的，中国的城市化发展也推动了对方便食品的需求，这已经是世界发达国家和城市的普遍趋势。而我们的魔芋膳食纤维食品正好迎合了这一需求。

我们也正在加强魔芋方便食品的营销。魔芋方便食品都是以集团自身品牌“第七元素”等来进行销售。另外，自种食用菌和其他加工食品（主要是加工笋和加工香菇）也以集团的新注册商标“第七庄园”进行重新包装和销售来达到品牌重塑。我们着重于提高自身品牌产品的销售和拓展中国市场的营销渠道，我们相信这将为集团长久持续的成长奠定巩固的基础。

结语

2012财年是令人鼓舞的一年，我们企盼集团逐渐成熟的经营策略带来更大的利益。我谨代表公司董事会，对我们的董事们，管理层和所有员工在过去一年的贡献表示由衷地感激。同时，也非常感谢我们的生意伙伴和股东们对公司的支持。我们期待收获更丰硕的来年。

陈秋海

执行董事长兼首席执行官

Contribution from self-cultivated black fungus in FY2012 has yielded an encouraging RMB13.6 million from sales of approximately 2,900 tonnes of fresh black fungus.

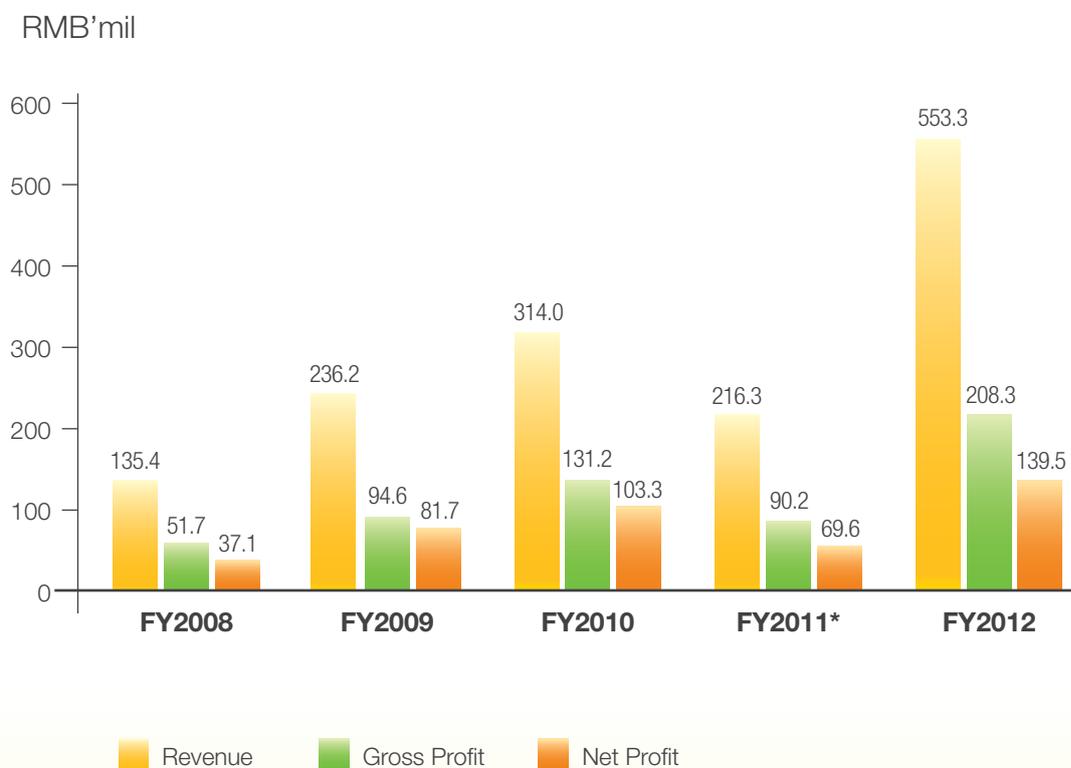
HEALTHY BEGINNINGS



Financial Highlights

(RMB'mil)	FY2008	FY2009	FY2010	FY2011*	FY2012
Revenue	135.4	236.2	314.0	216.3	553.3
Gross Profit	51.7	94.6	131.2	90.2	208.3
Gross Profit Margin (%)	38.2	40.0	41.8	41.7	37.6
Net Profit	37.1	81.7	103.3	69.6	139.5
Net Profit Margin (%)	27.4	34.6	32.9	32.2	25.2

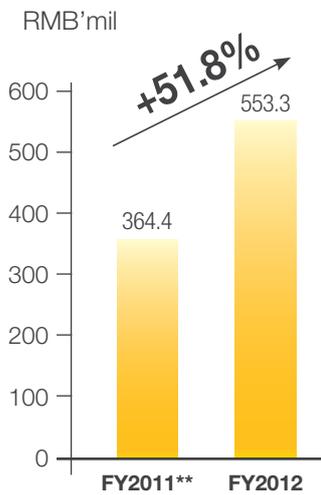
Revenue, Gross Profit and Net Profit



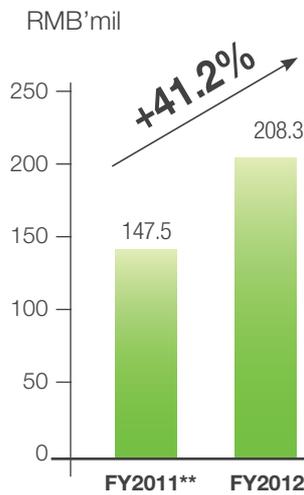
* Refer to 6-month period from 1 January 2011 to 30 June 2011.

The Group reported a **51.8% year-on-year** increase in revenue and a **41.2% year-on-year** increase in gross profit for FY2012

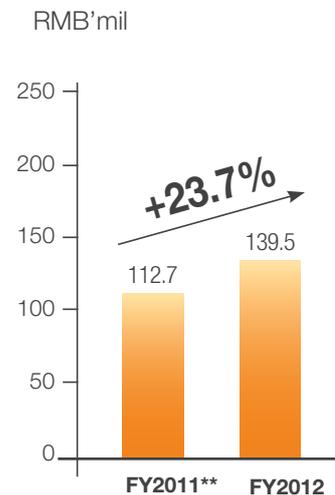
Revenue



Gross Profit

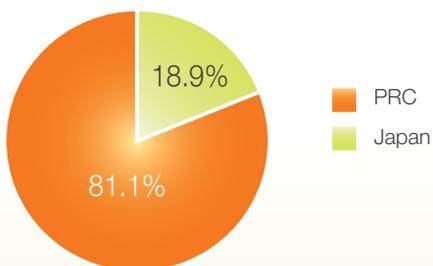


Net Profit



** Refer to 12-month period from 1 July 2010 to 30 June 2011.

Revenue Breakdown for FY2012



Geographical Location



Business Segment

Operations Review



In line with our strong increase in revenue, the Group's gross profit increased by approximately RMB60.8 million, or 41.2%, from RMB147.5 million in FY2011 to RMB208.3 million in FY2012.

BUSINESS OVERVIEW

Yamada is a major supplier of self-cultivated edible fungi as well as a manufacturer and distributor of processed food products. We own one of the largest shiitake mushroom cultivation bases in Fujian Province, the People's Republic of China (the "PRC"). Presently, we occupy approximately 5,134 mu of shiitake mushroom farmland and 86 mu of black fungus farmland (1 mu equals approximately 667 square metres). We possess potential upstream resource sustainability with sawdust obtained from our own eucalyptus trees.

Sawdust is the raw material used to produce synthetic logs for cultivation of shiitake mushroom. We currently own 51,193 mu of eucalyptus plantations as at 30 June 2012, as compared to 30,257 mu as at 30 June 2011.

Yamada's range of products includes self-cultivated edible fungi, such as shiitake mushroom and black fungus, which are mainly sold as fresh produce to wholesalers of agricultural food products in the PRC. The Group also produces and distributes processed food products such as dried mushrooms, water-boiled/dried vegetables and konjac-based dietary fibre food products. The products are sold in major cities in the PRC under its registered trademarks such as   . Our processed food products are also exported overseas, mainly to Japan.

FINANCIAL HIGHLIGHTS

Our revenue increased by approximately RMB188.9 million, from RMB364.4 million in FY2011 to RMB553.3 million in FY2012, an increase of 51.8%.

The revenue growth was in both the self-cultivation business segment and the processed food products segment.

The increase in revenue of approximately RMB167.0 million, from RMB211.5 million in FY2011 to RMB378.5 million in FY2012 for sales of self-cultivated shiitake mushroom, was mainly due to additional cultivation bases. In FY2012, we operated approximately 5,134 mu of shiitake mushroom cultivation bases, as compared to 2,614 mu in FY2011.

The average unit selling price of our self-cultivated shiitake mushroom remained relatively stable at approximately RMB6.75 per kg in FY2012 as compared to RMB6.78 per kg in FY2011, an RMB0.03 per kg drop in average unit selling price. This represents a slight drop of 0.4%.

For sales of self-cultivated black fungus, there was an increase of approximately RMB4.5 million, from RMB9.1 million in FY2011 to RMB13.6 million in FY2012. The increase was due to the higher number of harvests in FY2012; three harvests as compared to two harvests in FY2011 as the cultivation and sales of black fungus only started in February 2011.

The average unit selling price of our self-cultivated black fungus increased from approximately RMB4.5 per kg in FY2011 to RMB4.7 per kg in FY2012, an increase of RMB0.20 per kg, or 4%.

Sales of processed food products also increased by approximately RMB17.4 million; from RMB143.8 million in FY2011 to RMB161.2 million in FY2012. The increase was due mainly to better export sales to Japan, particularly for water-boiled bamboo shoots, konjac-based products and dried vegetables. The Group's domestic market sales



remained stable at approximately RMB56.7 million in FY2012, as compared to RMB54.2 million in FY2011. Our domestic sales accounted for approximately one-third of the total revenue from the processed food products segment.

In line with our strong increase in revenue, the Group's gross profit increased by approximately RMB60.8 million, or 41.2%, from RMB147.5 million in FY2011 to RMB208.3 million in FY2012.

The Group's overall gross profit margin decreased to approximately 37.6% in FY2012 from 40.5% in FY2011.

The gross profit margin for our self-cultivation business segment decreased from approximately 49.5% in FY2011 to approximately 39.9% in FY2012. The decline was mainly due to the rising raw material cost of synthetic logs, while our average unit selling price of fresh shiitake mushroom had dropped by approximately 0.4%.

The gross profit margin for self-cultivated black fungus was approximately 36.9% in FY2012 as compared to 40.5% in FY2011.

Meanwhile, the gross profit margin for our processed food products business segment increased from approximately 27.0% in FY2011 to approximately 32.2% in FY2012. This was due to rising average unit selling prices as well as the easing of raw material costs of our processed food products.

SEGMENTAL REVIEW

SELF-CULTIVATED EDIBLE FUNGI

In FY2012, revenue for the self-cultivation business segment amounted to RMB392.2 million. This comprised about 70.9% of our total revenue in FY2012.

PROCESSED FOOD PRODUCTS

The sales for our processed food products were RMB161.2 million in FY2012. This segment made up about 29.1% of the total Group revenue for the current financial year. The revenue was mainly derived from sales of water-boiled bamboo shoots, konjac-based products and dried vegetables.

GEOGRAPHICAL SEGMENTS

Most of our sales for FY2012 were generated from the PRC market. Sales in the domestic market amounted to RMB448.9 million, or about 81.1% of Group sales during FY2012. On a year-on-year basis, sales improved 62.7%.

Meanwhile, sales to Japan in FY2012 were RMB104.4 million or 18.9% of Group sales. Compared with FY2011, sales improved by 18.0%.

FINANCIAL POSITION

Our non-current assets increased by approximately RMB119.0 million or 50.1%, from RMB237.5 million as at 30 June 2011 to RMB356.5 million as at 30 June 2012. The increase was due to various factors, particularly the purchase of approximately 20,936 mu of non-matured eucalyptus plantations and the corresponding forestry land use rights in December 2011 for approximately RMB131.7 million. Approximately RMB14.1 million was paid to the Villagers' Committees for the maintenance cost of eucalyptus trees in our plantation forest. Additional payment of grant towards sales and marketing costs to our newly-appointed self-cultivated shiitake mushroom distribution outlets in the PRC in order to enhance our sales and distribution network amounted to approximately RMB7.0 million, as well as payment for construction-in-progress and purchase of property, plant and equipment for further expansion of our production facilities. The increase was partially offset by the impairment loss on the non-matured eucalyptus plantations, and the amortisation and depreciation of non-current assets.

Our current assets increased by RMB24.9 million or 13.1%, from RMB190.5 million as at 30 June 2011 to RMB215.4 million as at 30 June 2012. The Group has paid a deposit of approximately RMB16.9 million for a piece of industrial land of approximately 50 mu in Fuzhou City, Fujian Province. The Group intends to build a new factory facility for processed food, as part of the existing factory under Fuzhou Wangcheng Foods Development Co., Ltd. ("Wangcheng") was acquired by the Fuzhou Government in 2010. The increase in current assets was also due to an increase in synthetic logs by approximately RMB25.6 million. The increase was partially offset by the decrease in cash and bank balances of approximately RMB20.2 million.

The Group's current liabilities increased by approximately RMB7.4 million or 50.3%, from approximately RMB14.7 million as at 30 June 2011, to approximately RMB22.1 million as at 30 June 2012. The increase was mainly due to the increase in trade payables of approximately RMB5.4 million and increased accruals for construction-in-progress of approximately RMB1.5 million.

CASH FLOWS

During the year in review, the net cash generated from operating activities amounted to approximately RMB157.2 million in FY2012. We generated net cash of approximately RMB382.5 million from operating profits before working capital changes.

Net cash used in working capital amounted to approximately RMB217.6 million. This was mainly due to the utilisation of edible fungi synthetic logs of approximately RMB187.1 million, and also the increase in trade and other receivables of approximately RMB38.8 million, comprising additional advance payment for the purchase of synthetic logs which was recorded as other receivables prior to their utilisation, the current portion of advance payment made to the Villagers' Committees for the maintenance cost of eucalyptus trees in our plantation, as well as for the deposit paid towards a piece of industrial land in Fuzhou City, Fujian Province.

This newly-acquired land is approximately 50 mu. We are proposing to build a new factory facility for processed food as part of our existing factory under Wangcheng was acquired by the Fuzhou Government in the year 2010.

Cash outflow was partly offset by cash inflow from an increase in other payables of approximately RMB6.8 million and a decrease in inventories of approximately RMB1.5 million. Our operating cash flow from operations was reduced by income tax payments of approximately RMB7.8 million.

The Group used net cash of approximately RMB174.9 million in investing activities. This was mainly for the purchase of approximately 20,936 mu of non-matured eucalyptus plantations and for the corresponding forestry land use rights in December 2011 for approximately RMB131.7 million. Approximately RMB14.1 million was paid to the Villagers' Committees for the maintenance of eucalyptus trees in our plantation forest. RMB7.0 million was paid as a grant towards sales and marketing costs to our newly-appointed self-cultivated shiitake mushroom distribution outlets. The purchase of property, plant and equipment and progressive payment of construction cost for our logistic facilities, new factory and office building at our PRC subsidiaries amounted to approximately RMB22.1 million.

There were no financing activities in FY2012. However, translation loss arising from financing activities by translating the reserves from Singapore Dollars into RMB presentation currency was approximately RMB2.2 million as a result of the appreciation of the RMB against the Singapore Dollar during the financial year under review.

USE OF IPO PROCEEDS

The Group had raised approximately S\$13.5 million in net proceeds during our initial public offering (the "IPO"). The active expansion of our shiitake mushroom cultivation bases and eucalyptus plantations has helped us to achieve economies of scale and potential upstream resource sustainability, while keeping future increases in raw material prices under control. This is possible with the cultivation of our own raw materials, the eucalyptus sawdust, which will be used for the production of synthetic logs.

We have used S\$4.6 million in expanding our shiitake mushroom cultivation bases and S\$5.0 million in expanding our eucalyptus plantations. S\$2.0 million was used to establish our own distribution and marketing network while S\$1.8 million was used to strengthen processing capabilities of our konjac-based processed food products. S\$0.1 million was used as working capital. The above usage was in accordance with the intended use of the proceeds from the IPO as stated in the Prospectus dated 29 September 2010 except for the S\$1.0 million which was used for establishing our own distribution and marketing network. Please refer to the announcement made on 15 June 2011 for details.

To date, the Group has fully utilised the IPO proceeds.



Board of Directors



Chen Qiu Hai



Chen Qisheng



Chang Feng-chang



Soh Beng Keng



Sim Yong Chan

CHEN QIUHAI

Executive Chairman and Chief Executive Officer

Mr Chen Qiu Hai is our Executive Chairman and Chief Executive Officer ("CEO"), and the founder of our Group. He was appointed as a director of our Company on 8 February 2010. He is also the Director of Fuzhou Wangcheng Foods Development Co., Ltd. ("Wangcheng") and Nanping Yuanwang Foods Co., Ltd. ("Yuanwang"). He is responsible for overseeing the overall management, operations and business strategy of our Group. Prior to the setting up of Wangcheng, he was a manager at Fujian Tourism Company Ltd from 1988 to 1998, and was responsible for the company's sales and liaisons. He was the chief representative of a Japanese company named Yamashiro-Nosan Co., Ltd. from 1994 to 1998 on a part-time basis, where he was responsible for negotiation, procurement, inspection and coordination with exporters

of food products (mainly mushrooms and bamboo shoots) from the PRC (Fujian and Shandong Provinces) to Japan.

Since the setting up of Wangcheng, he has received recognition for his contributions to Wangcheng, and was awarded the prestigious Outstanding Young Entrepreneur Award by the Communist Youth League Committee of Fujian Province in 2009. In 2010, he was appointed the Vice President of Fujian Province Green Food Association by the Fujian Association for Science and Technology and Fujian Province Green Food Association. In the same year, he was also made the Vice Chairman of the Fujian Province Edible Fungi Association.

Chen Qiu Hai graduated from Chinese People's Public Security University with a degree in Japanese language in 1988.

CHEN QISHENG

Executive Director

Chen Qisheng is our Executive Director and was appointed on 17 September 2010. He is also the director of Wangcheng and Yuanwang, Group Head of Production and Sales and head of sales department of Wangcheng. Chen Qisheng has over 10 years of experience in the agricultural and forestry related industries. He joined Wangcheng in 2001 as an assistant manager, overseeing the procurement of raw materials, sales and production processes. From 2003 to 2006, he was the assistant general manager where he oversaw the warehouse and logistics. From 2006 to 2008, he oversaw the procurement of raw materials for Wangcheng. He was made the deputy general manager and head of production of Wangcheng in 2008. Prior to joining Wangcheng, he was a production assistant in Longyan Natural Tea Leaves Co., Ltd. in 2001. From 1999 to 2000, he was a forestry officer at the Xinluo District Baisha Forest Station, responsible for the approval and inspection of afforestation. He graduated from Fujian Forestry School (Fujian Agricultural University), PRC in 1999 with a degree in forestry management.

CHANG FENG-CHANG

Non-Executive Director

Chang Feng-chang is our Non-Executive Director and was appointed on 17 September 2010. He is a member of the Audit, Nominating and Remuneration Committees. He is currently the Chief Executive Officer of Kinsley Capital International Pte. Ltd.. From 2009 to 2010, he was a senior partner at Grant Thornton Zhonghua CPAs, where he oversaw the international client service, in particular assisting and advising Chinese clients on their global expansion. From 2000 to 2009, he was a partner at BDO Shanghai Zhonghua CPAs. He is also a Supervisory Board Member of Zhongde Waste Technology AG. Chang Feng-chang has been a member of the Institute of Certified Public Accountants of Taiwan since 2000, and a Certified Tax agent since 2001. He graduated from The University of Missouri in 1994 with a Master of Science in Accounting.

SOH BENG KENG

Lead Independent Director

Soh Beng Keng is our Lead Independent Director and was appointed on 17 September 2010. He is the Chairman of Audit Committee and a member of the Nominating and Remuneration Committees. In 1996, he became the director of finance of Heeton Management Pte. Ltd., and subsequently upon listing, he became the executive director of Heeton Holdings Limited. In 2005, he joined Kim Heng Marine & Oilfield Pte. Ltd., a Singapore company involved in marine and oil related industries, and served as their financial controller. In 2006, he joined Miclyn Offshore Pte. Ltd., a Singapore company involved in the business of owning and chartering of ships, and served as their financial controller. Soh Beng Keng was the Chief Financial Officer of China Fashion Holdings Limited, a public listed company in Singapore from March 2007 to April 2009. Soh Beng Keng is the Lead Independent Director of Ziwo Holdings Ltd. and Sino Grandness Food Industry Group Limited. He is also the Independent Director of ISDN Holdings Limited and China Haida Ltd.. He is a full member of the Singapore Institute of Directors and a Fellow Member of the Institute of Certified Public Accountants of Singapore. He obtained his Bachelor of Commerce (Accountancy) from Nanyang University in 1979.

SIM YONG CHAN

Independent Director

Sim Yong Chan is our Independent Director who was appointed on 17 September 2010. He is the Chairman of the Nominating and Remuneration Committees and a member of the Audit Committee. He was an Independent Director of Sinopipe Holdings Limited from 2005 to November 2011. He obtained his LL.B. (Hons) from the University of Singapore in 1972 and LL.M. from the National University of Singapore in 1991. He is a Fellow of the Singapore Institute of Arbitrators and a Fellow of the Singapore Institute of Directors. He is a Consultant with RHTLaw Taylor Wessing LLP. Sim Yong Chan is the President of The Tanglin Club and the legal adviser to the Singapore Teochew Poit Ip Huay Kuan.

Executive Officers

Yang Lin was appointed as our Chief Financial Officer (“CFO”) on 1 January 2010 and is overall in charge of the financial matters of our Group, overseeing our Group’s financial reporting and compliance with post-listing obligations. Prior to joining our Company, from September 2008 to May 2009, she was the CFO for Multi Sports Holdings Ltd., a major sports shoe sole manufacturer based in the PRC and currently listed on the Main Board of Bursa Malaysia. Her responsibilities then included overseeing the company’s project financial matters for their attempt to submit an application for listing on the Singapore Exchange Trading Securities Limited (“SGX-ST”), and she was instrumental in the setting up of appropriate internal controls and credit control procedures for the company. From 2006 to 2008, she was the finance manager of Sin Ghee Huat Corporation Ltd, a company engaged in the trading of stainless steel products and listed on the SGX-ST. She was responsible for the company’s operations of finance and related matters, including the preparation of all financial information for the listing of the company on the SGX-ST. In 2005, she was the group accountant at MAP Technology Holding Limited. From 2004 to 2005, she was an accountant at Sinoying Singapore Pte Ltd, and from 2001 to 2004, she was an auditor at Paul Wan & Co. She was admitted as a Fellow of the Association of Chartered Certified Accountants in 2009, having been admitted as a Member of the Association in 2004. She is also a member of the Institute of Certified Public Accountants of Singapore since 2004. Yang Lin graduated from University of Shanghai for Science & Technology with a Bachelor of Engineering in 1991 and from Nanyang Technological University with a Master of Science (Finance) in 2010.

Chen Qiufa is our Head of Edible Fungi Cultivation Bases. He is a brother of our Executive Chairman and CEO, Chen Qiu Hai. He was appointed as the general manager of Zhangping Fengwang Agricultural Products Co., Ltd. (“Fengwang”) since 2008, and is responsible for the overall management of our edible fungi cultivation bases. He also directly heads the cultivation, administration and finance departments at Fengwang. Prior to joining Fengwang, he assisted in the feasibility study for the cultivation of shiitake mushrooms conducted by our Executive Chairman and CEO, Chen Qiu Hai, from 2007 to 2008. He was a sole proprietor as a trader of shiitake mushrooms and bamboo

shoots based in Beijing, the PRC, from 2003 to 2008. From 1998 to 2003, he was the deputy manager of Wangcheng, and was responsible for procurement of raw materials. He completed his high school education in Caoxi Middle School in 1982.

Liu Liping is our Head of Administration and Procurement departments and is responsible for human resource, administrative matters and procurement of raw materials for Wangcheng. He joined Wangcheng in 1998, overseeing the logistical operations for transport and warehousing of both raw and finished products. Prior to joining Wangcheng, he was a supervisor at Fujian Lionscore Sport Products Co., Ltd. from 1993 to 1998. From 1990 to 1993, he was a research and development assistant in Fuzhou Pharmaceutical Factory. He graduated from East China Institute of Chemical Technology with a degree in pharmaceutical studies in 1990. He was admitted as an assistant engineer by Fuzhou Personnel Bureau in 1992.

Huang Ting is our Deputy Head of Edible Fungi Cultivation Bases. He was appointed as the deputy general manager of Fengwang since 2008, and assists Chen Qiufa in the overall management of our edible fungi cultivation bases. He also directly heads the sales department and supervises the head of the technical department at Fengwang. He joined Wangcheng in 1999, as a supervisor in the production department. From 2005 to 2008, he was appointed as the general manager of Yuanwang, where he oversaw the overall management of Yuanwang. He completed his high school education in Longyan No.3 Middle School in 1987.

Fang Shuzhen is our Head of Research and Development. She oversees the Research and Development department, and is responsible for research on new products for Wangcheng. She also liaises with our overseas customers for feedback on our existing products and for possible new products. She joined Wangcheng in 2001 as a supervisor of the Research and Development department. Prior to joining Wangcheng, she was a researcher with Fujian Sunner Industrial Co., Ltd.. She graduated from Fujian Agricultural University, with a degree in veterinary science in 2000.

Financial Contents

18	Corporate Governance Report
33	Corporate Social Responsibility
35	Report of the Directors
39	Statement by the Directors
40	Independent Auditor's Report
42	Consolidated Statement of Comprehensive Income
43	Statements of Financial Position
44	Consolidated Statement of Changes in Equity
45	Consolidated Statement of Cash Flows
46	Notes to the Financial Statements
83	Statistics of Shareholdings
85	Notice of Annual General Meeting
	Proxy Form



Corporate Governance Report

The Board of Directors (the “Board” or the “Directors”) of Yamada Green Resources Limited (the “Company”) recognises the importance of sound corporate governance in protecting the interest of its shareholders as well as strengthening investors’ confidence in its management and financial reporting.

The Company, together with its subsidiaries (the “Group”), is committed to ensuring and maintaining a high standard of corporate governance within the Group. Good corporate governance establishes and maintains a legal and ethical environment, which helps to preserve and enhance the interests of all shareholders.

This report describes the corporate governance framework and practices of the Company with specific reference made to the principles and guidelines of the Singapore Code of Corporate Governance 2005 (the “Code”). Unless otherwise stated, these practices were in place throughout the financial year.

BOARD MATTERS

The Board’s Conduct of its Affairs

Principle 1: Every company should be headed by an effective Board to lead and control the company. The Board is collectively responsible for the success of the company. The Board works with Management to achieve this and the Management remains accountable to the Board.

The Board assumes responsibility for stewardship of the Group and is primarily responsible for the protection and enhancement of long-term value and returns for the shareholders. It supervises the Management of the business and affairs of the Group, provides corporate direction, monitors managerial performance and reviews financial results of the Group. In addition, the Board is directly responsible for decision making in respect of the following matters:

- a. approve the business strategies including significant acquisition and disposal of subsidiaries or assets and liabilities;
- b. approve the annual budgets, major funding proposals, significant capital expenditures and investment and divestment proposals;
- c. approve the release of the Group’s quarterly and full year financial results and interested person transactions;
- d. oversee the processes for risk management, financial reporting and compliance and evaluate the adequacy of internal controls, as may be recommended by the Audit Committee (“AC”);
- e. review the performance of the Management, approve the nominations to the Board and appointment of key executives, as may be recommended by the Nominating Committee (“NC”);
- f. review and endorse the framework of remuneration for the Board and key executives, as may be recommended by the Remuneration Committee (“RC”); and
- g. review and endorse corporate policies in keeping with good corporate governance and business practice.

The Board provides shareholders with a balanced and clear assessment of the Group’s performance, position and prospects on a quarterly basis.

Corporate Governance Report

Board committees

Our Directors recognise the importance of good corporate governance and in offering high standards of accountability to our shareholders. In order to provide an independent oversight and to discharge its responsibilities more efficiently, the Board has delegated certain functions to various Board Committees. The Board Committees consist of the AC, NC and RC, each of which functions within clearly defined terms of reference and operating procedures which are reviewed on a regular basis. The Chairman of the respective Committee will report to the Board on the outcome of the Committee meetings and their recommendations on the specific agendas mandated to the Committee by the Board.

Matters which are specifically reserved to the Board for decision are those involving corporate plans and budgets, material acquisitions and disposals of assets, share issuances, dividends and other returns to shareholders.

The Board conducts at least four meetings on a quarterly basis to review the Company's financial results and where necessary, additional Board meetings are held to address significant issues or transactions. Dates of the Board meetings are normally set by the Directors well in advance. The Articles of Association of the Company allow a Board meeting to be conducted by way of telephone conferencing and or by means of similar communication equipment whereby all Directors participating in the meeting are able to hear each other. Decisions of the Board and Board Committees may also be obtained through circular resolutions.

As at the date of this report, the number of meetings held by the Board and Board Committees and attendance of Directors at the meetings for the financial year ended 30 June 2012 is set out as follows:

Name of Director	Board		AC		RC		NC	
	Number of Meeting		Number of Meeting		Number of Meeting		Number of Meeting	
	Held	Attended	Held	Attended	Held	Attended	Held	Attended
Chen Qiu hai	6	6	6	6*	3	3*	3	3*
Chen Qisheng	6	6	6	6*	3	3*	3	3*
Chang Feng-chang	6	6	6	6	3	3	3	3
Soh Beng Keng	6	6	6	6	3	3	3	3
Sim Yong Chan	6	6	6	6	3	3	3	3

* By invitation

Notwithstanding the above disclosures, the Board is of the view that the contribution of each Director should not be focused only on his attendance at meetings of the Board and/or Board Committees. A Director's contribution may also extend beyond the confines of the formal environment of such meetings, through the sharing of views, advices, experiences and strategic networking relationships which would further the interests of the Company.

The Board has received relevant training to familiarise themselves with the roles and responsibilities of a Director of a public listed company in Singapore. In addition, the Directors may also attend other appropriate or relevant courses, conferences and seminars. The Management would conduct briefings and orientation programmes to familiarise newly appointed Directors with the various businesses and operations of the Group, including site visits to the Group's plants in China.

All Directors are provided with relevant information on the Company's policies, procedures and practices relating to governance issues, including disclosures of interest in securities, dealings in Company's securities, restrictions on disclosures of price sensitive information and disclosure of interests relating to the Group's businesses. Directors are also updated regularly on key regulatory and accounting changes at Board Meetings. Directors and senior executives are encouraged to undergo relevant training to enhance their skills and knowledge, especially on new laws and regulations affecting the Group's operations.

Corporate Governance Report

Board Composition and Guidance

Principle 2: There should be a strong and independent element on the Board, which is able to exercise objective judgement on corporate affairs independently, in particular, from Management. No individual or small group of individuals should be allowed to dominate the Board's decision making.

The Board comprises two Executive Directors and three Non-Executive Directors, the majority of whom are Independent Directors. The list of Directors is as follows:

Executive Directors

Mr Chen Qiu hai	Executive Chairman and Chief Executive Officer ("CEO")
Mr Chen Qisheng	Executive Director

Non-Executive Directors

Mr Chang Feng-chang	Non-Executive Director
Mr Soh Beng Keng	Lead Independent Director
Mr Sim Yong Chan	Independent Director

The profiles of the Directors are set out on pages 14 and 15 of this Annual Report.

The size and composition of the Board are reviewed from time to time by the NC to ensure that the size of the Board is conducive to effective discussions and decision making. The Board has examined its size and is of the view that the current Board size of five Directors of which two are Independent Directors and one is Non-Executive Director, is appropriate and effective, taking into account the nature and scope of the Group's operations.

The current Board comprises persons with diverse expertise and experience in accounting, business and management, finance, legal and risk management who as a group provide core competencies necessary to meet the Company's requirements. This balance is important in ensuring that the strategies proposed by the Management are fully discussed and examined, taking into account the long-term interests of the Company.

The independence of each Director will be reviewed on an annual basis by the NC in accordance with the Code's definition of what constitutes an Independent Director. The NC is of the view that the two Independent Directors (who represent at least one-third of the Board) are independent and that there is a strong and independent element on the Board which is able to exercise objective judgement on corporate matters independently, in particular, from the Management, and that no individual or small group of individuals dominate the Board's decision-making process.

Chairman and Chief Executive Officer

Principle 3: There should be a clear division of responsibilities at the top of the company - the working of the Board and the executive responsibility of the company's business - which will ensure a balance of power and authority, such that no one individual represents a considerable concentration of power.

There is a clear division of responsibilities at the top Management with clearly defined lines of responsibility between the Board and executive functions of the Management of the Company's business.

Corporate Governance Report

Mr Chen Qiu Hai, the founder of the Group, is the Executive Chairman and CEO of the Company. As the CEO, he oversees the business direction, long-term strategic planning and the overall management and operations of the Group. He is also responsible for, among others, the exercise of control over quantity, quality and timeliness of information flow between the Management and the Board. He, with the assistance of the Company Secretary, ensures that the Board receives accurate, timely and clear information, ensures that the Board meetings are held as and when necessary and sets the Board's meeting agenda. He assists in ensuring compliance with the Group's guidelines on corporate governance and facilitating the effective contribution of Non-Executive Directors.

Mr Chen Qiu Hai together with the Management comprising the general managers and key senior managers of each subsidiary, are responsible for the day-to-day operation of the Group.

Although the roles and responsibilities of the Chairman and the CEO are vested in Mr Chen Qiu Hai, the current composition of the Board is able to make objective and prudent judgment of the Group's corporate affairs. The Board is of the view that there are sufficient safeguards and checks to ensure that the process of decision making by the Board is independent and based on collective decisions without any individual or small group of individuals exercising any considerable concentration of power or influence. Further, the AC, NC and RC are chaired by Independent Directors.

In view of Mr Chen Qiu Hai's concurrent appointment as the Executive Chairman and the CEO, Mr Soh Beng Keng has been appointed as Lead Independent Director of the Company pursuant to the recommendation in Guideline 3.3 of the Code. The Lead Independent Director will lead and coordinate the activities of the Independent Directors and serve as a principal liaison on Board issues between the Independent Directors and the Chairman of the Board. The Lead Independent Director is available to shareholders who have concerns for which contact through the normal channels of the Chairman, CEO, Executive Directors or Chief Financial Officer have failed to resolve or for which such contact is inappropriate.

Board Membership

Principle 4: There should be a formal and transparent process for the appointment of new directors to the Board.

The NC comprises three Non-Executive Directors and the members of the NC are:

Mr Sim Yong Chan	Chairman
Mr Soh Beng Keng	Member
Mr Chang Feng-chang	Member

In accordance with the definition in the Code, the Chairman of the NC is not associated with any substantial shareholder of the Company.

The key roles of the NC are:

- make recommendations to the Board on the appointment of new Executive and Non-Executive Directors, including making recommendations on the composition of the Board;
- review the Board structure, size and composition and make recommendations to the Board with regards to any adjustments that are deemed necessary;
- identify and nominate candidates for the approval of the Board, determine annually whether or not a Director is independent, to fill Board vacancies as and when they arise as well as put in place plans for succession, in particular for the Chairman and the CEO;

Corporate Governance Report

- determine the independence of Directors on an annual basis in accordance with Guideline 2.1 of the Code;
- make recommendations to the Board for the continuation (or not) in services of any Director who has reached the age of seventy (70) years;
- recommend Directors who are retiring by rotation to be put forward for re-election;
- decide whether a Director is able to and has been adequately carrying out his duties as a Director of the Company, particularly when he has multiple board representations;
- recommend to the Board internal guidelines to address the competing time commitments faced by Directors who serve on multiple boards;
- assess the effectiveness of the Board as a whole; and
- decide on how the Board's performance may be evaluated and propose objective performance criteria.

The Articles of Association of the Company require the number nearest to one-third of the Directors to retire by rotation and subject themselves to re-election by shareholders at the Annual General Meeting ("AGM") of the Company. It was also provided in the Articles of Association of the Company that additional Directors appointed during the year shall hold office only until the next AGM of the Company and shall then be eligible for re-election at that AGM of the Company.

The dates of initial appointment and last re-election of each Director are set out below:

Name of Director	Position held on the Board	Date of first appointment to the Board	Date of last re-election as Director
Chen Qiu hai	Chairman	8 February 2010	29 April 2011
Chen Qisheng	Director	17 September 2010	28 December 2011
Chang Feng-chang	Director	17 September 2010	29 April 2011
Soh Beng Keng	Director	17 September 2010	28 December 2011
Sim Yong Chan	Director	17 September 2010	29 April 2011

Although the Non-Executive Directors hold directorships in other listed companies, the Board is of the view that such multiple board representations do not hinder them from carrying out their duties as Directors. These Directors would contribute their invaluable experiences to the Board and give it a broader perspective.

The Board has accepted the NC's nomination of the retiring Directors who have given their consent for re-election at the Company's forthcoming AGM of the Company. The retiring Directors are Mr Chen Qiu hai and Mr Chang Feng-chang who will retire pursuant to Article 91 of the Company's Articles of Association.

The NC has assessed the independence of Mr Soh Beng Keng and Mr Sim Yong Chan and is satisfied that there are no relationships which would deem them not to be independent.

Corporate Governance Report

Board Performance

Principle 5: There should be a formal assessment of the effectiveness of the Board as a whole and the contribution by each director to the effectiveness of the Board.

The NC reviews the criteria for evaluating the Board's performance and recommends to the Board a set of objective performance criteria focusing on enhancing long-term shareholders' value. Based on the recommendations of the NC, the Board has established a formal process for assessment of the effectiveness of the Board as a whole.

The NC evaluated the Board's performance as a whole on an annual basis based on performance criteria set out by the Board. Each individual Director assessed the performance of the Board. The assessment parameters include an evaluation of the size and composition of the Board, the Board's access to information, accountability, Board processes, Board performance in relation to discharging its principal responsibilities, communication with the Management and standards of conduct of the Directors. The performance measurements ensure that the mix of skills and experience of the Directors continue to meet the needs of the Group.

The NC is of the view that each individual Director has contributed to the effectiveness of the Board as a whole. During the financial year, the NC has conducted the assessment by preparing a performance evaluation questionnaire to be completed by each Director, of which were then collated and the findings were analysed and discussed with a view to implementing certain recommendations to further enhance the effectiveness of the Board. The results of the NC's assessment for the financial year ended 30 June 2012 has been communicated to and accepted by the Board.

Access to Information

Principle 6: In order to fulfil their responsibilities, Board members should be provided with complete, adequate and timely information prior to board meetings and on an on-going basis.

To assist the Board in fulfilling its responsibilities, the Management provides the Board with a management report containing complete, adequate and timely information prior to the Board meetings. The Board has separate and independent access to the Management, including the Company Secretary at all times. The Company Secretary or his representatives attends all Board and Board Committee meetings and assists the Board to ensure that proper procedures and all other rules and regulations applicable to the Company are complied with.

The Management keeps the Board informed of the Company's operation and performance through regular updates and reports as well as through separate meetings and discussions. The Management will present reports and updates on the Group's performance, financial position, prospects and other relevant information for review at each Board meeting. In addition, all other relevant information on material events and transactions are circulated by electronic mail and facsimile to the Directors for review and approval. The key management staff may be invited to attend the Board and the AC meetings to answer queries and to provide insights into its Group's operations.

Changes to regulations are closely monitored by the Management and for changes which have an important bearing on the Company or the Directors' disclosure obligations, the Directors are briefed during Board meetings.

The Board and the Chairman of the respective Board Committee, whether as a group or individually, are able to seek independent professional advice as and when necessary to fulfil their duties, such advice will be obtained from a professional firm and the cost of which will be borne by the Company. The appointment of such professional advisor is subject to approval by the Board.

Corporate Governance Report

REMUNERATION MATTERS

Procedures for Developing Remuneration Policies

Principle 7: There should be a formal and transparent procedure for developing policy on executive remuneration and for fixing the remuneration packages of individual directors. No director should be involved in deciding his own remuneration.

The RC comprises three Non-Executive Directors and the members of the RC are:

Mr Sim Yong Chan	Chairman
Mr Soh Beng Keng	Member
Mr Chang Feng-chang	Member

The key roles of the RC are:

- review and recommend to the Board the remuneration packages and terms of employment of the Executive Directors and senior management or key executives;
- review and recommend to the Board the grant of Share Award Schemes or any long-term incentive schemes which may be set up from time to time;
- carry out its duties in the manner that it deems expedient, subject always to any regulations or restrictions that may be imposed upon the RC by the Board from time to time; and
- ensure that all aspects of remuneration including but not limited to Directors' fees, salaries, allowances, bonuses, options and benefit-in-kind are covered.

As part of its review, the RC shall take into consideration:

- the remuneration packages should be comparable within the industry practices and norms and shall include a performance-related element coupled with appropriate and meaningful measures of assessing individual Director's and senior management's performance;
- the remuneration packages of employee related to Executive Directors and controlling shareholders of the Group are in line with the Group's staff remuneration guidelines and commensurate with their respective job scopes and level of responsibilities; and
- Principle 8 and Guidelines 8.1 to 8.4 of the Code.

The recommendations of the RC would be submitted to the Board for endorsement. The RC has full authority to engage any external professional to advise on matters relating to remunerations as and when the need arises. No individual Director shall be involved in deciding his own remuneration.

Each member of the RC shall abstain from making any recommendation or voting on any resolutions in respect of his own remuneration package.

Corporate Governance Report

Level and Mix of Remuneration

Principle 8: The level of remuneration should be appropriate to attract, retain and motivate the directors needed to run the company successfully but companies should avoid paying more than is necessary for this purpose. A significant proportion of executive directors' remuneration should be structured so as to link rewards to corporate and individual performance.

In setting remuneration packages, the RC takes into consideration prevailing economic situation, pay and employment conditions within the similar industry and in comparable companies. As part of its review, the RC ensures that the performance related elements of remuneration form a significant part of the total remuneration package of Executive Directors and is designed to align the Directors' interests with those of shareholders and link rewards to corporate and individual performance. The RC also reviews all matters concerning the remuneration of Non-Executive Directors to ensure that the remuneration commensurate with the contribution and responsibilities of the Directors. The Company submits the quantum of Directors' fees of each year to the shareholders for approval at each AGM of the Company.

The Non-Executive and Independent Directors do not have any service contracts. They receive Directors' fees, which takes into account their level of contribution and responsibilities. Their fees are subject to shareholders' approval at the AGM of the Company.

The Executive Directors do not receive Directors' fees. The remuneration of the Executive Directors and the key executives comprises primarily a basic salary component and a variable component which is inclusive of bonuses and other benefits.

Service Agreement for the Executive Chairman and the CEO is for a fixed appointment period of three years with effect from 8 October 2010, the date when the Company is admitted to the Official List of the Singapore Exchange Securities Trading Limited (the "SGX-ST"). The Service Agreement will continue for a further term of three years unless otherwise terminated by either party giving not less than six months' notice in writing to the other.

Disclosure on Remuneration

Principle 9: Each company should provide clear disclosure of its remuneration policy, level and mix of remuneration, and the procedure for setting remuneration in the company's annual report. It should provide disclosure in relation to its remuneration policies to enable investors to understand the link between remuneration paid to directors and key executives, and performance.

A breakdown of the remuneration of the Directors and key executives (who are not Directors), in percentage terms showing the level and mix, for the financial year ended 30 June 2012 falling within the broad bands are set out below:

Name of Director	Remuneration Band	Salary and Other Employee Benefits	Performance Share Awards	Bonus	Directors' Fees ⁽¹⁾	Total
	S\$	%		%	%	%
Chen Qiu Hai ⁽²⁾	<250,000	59	–	41	–	100
Chen Qisheng	<250,000	23	74	3	–	100
Chang Feng-chang	<250,000	–	–	–	100	100
Soh Beng Keng	<250,000	–	–	–	100	100
Sim Yong Chan	<250,000	–	–	–	100	100

(1) The Directors' fees are subject to the approval of the shareholders at the AGM of the Company.

(2) Mr Chen Qiu Hai is entitled to the use of a motorcar of at least 3,500cc in the People's Republic of China with the running costs incurred (including all road tax, insurance and maintenance costs) being borne by the Company.

Corporate Governance Report

Name of Key Executive	Remuneration Band S\$	Salary and Other Employee Benefits %	Performance Share Awards	Bonus %	Total %
Yang Lin	<250,000	87	–	13	100
Chen Qiufa	<250,000	88	–	12	100
Liu Liping	<250,000	11	88	1	100
Huang Ting	<250,000	11	87	2	100
Fang Shuzhen	<250,000	10	89	1	100

Saved as disclosed, there is no employee of the Group who is an immediate family member of any Director or the CEO or a controlling shareholder and whose remuneration has exceeded S\$150,000 for the financial year ended 30 June 2012.

The RC has reviewed and approved the remuneration packages of the Directors and key executives, having regard to their contributions as well as the financial performance and commercial needs of the Group and has ensured that the Directors and key executives are adequately but not excessively remunerated.

Each member of the RC shall abstain from voting on any resolutions in respect of his remuneration package or that of employees related to him.

The Company has existing share incentives schemes, namely, Yamada Green Resources Employee Share Option Scheme and Yamada Green Resources Performance Share Plan (the “Schemes”) as long term incentive schemes for the Company’s executives, including Directors and employees of the Group, whose services are vital to the Group’s well being and successes. The Schemes will provide eligible participants with an opportunity to participate in the equity of the Company and to motivate them towards better performance through increased dedication and loyalty.

Information relating to the Schemes is set out on pages 36 and 37 of this Annual Report.

ACCOUNTABILITY AND AUDIT

Accountability

Principle 10: The Board should present a balanced and understandable assessment of the company’s performance, position and prospects.

The Board is accountable to the shareholders for the Group’s financial position and performance. In this respect, the Board endeavors to ensure that the annual audited financial statements and quarterly and full year financial results announcements of the Group present a balanced and clear assessment of the Group’s performance, financial position and prospects. The Board embraces openness and transparency in the conduct of the Company’s affairs, whilst preserving the commercial interests of the Company.

The Management provides the Board on a quarterly basis, financial reports and other information on the Group’s performance, financial position and prospects for their effective monitoring and decision-making.

Corporate Governance Report

Audit Committee

Principle 11: The Board should establish an Audit Committee with the written terms of reference which clearly set out its authority and duties.

The AC comprises three Non-Executive Directors and the members of the AC are:

Mr Soh Beng Keng	Chairman
Mr Sim Yong Chan	Member
Mr Chang Feng-chang	Member

The AC meets regularly with the Group's external and internal auditors and the Management to review accounting, auditing and financial reporting matters so as to ensure that an effective system of control is maintained in the Group.

The AC also monitors proposed changes in accounting policies, reviews the internal audit functions and discusses the accounting implications of major transactions. In addition, it advises the Board regarding the adequacy of the Group's internal controls and the contents and presentation of its reports.

The Board considers that the members of the AC are appropriately qualified to fulfil their responsibilities as the members bring with them invaluable managerial and professional expertise in the financial, legal and industry domain.

The AC meets at a minimum, on a quarterly basis to perform the following functions:

- review the financial and operating results and accounting policies;
- review the effectiveness and adequacy of internal accounting and financial control procedures;
- review the audit plans of the external and internal auditors and evaluates their overall effectiveness through regular meetings with each group of auditors;
- evaluate the adequacy of the internal control systems of the Group by reviewing written reports from the internal and external auditors, and the Management's responses and actions to correct any deficiencies;
- review the quarterly and annual financial statements and results announcements and the external auditors' report before submission to the Board for approval, focusing in particular on changes in accounting policies and practices, major risk areas, significant adjustments resulting from the audit, compliance with accounting standards and compliance with the Listing Manual of the SGX-ST and any other relevant statutory or regulatory requirements;
- ensure co-ordination between the external auditors and the Management, and review the co-operation given by the Company's officers to the external auditors and discuss problems and concerns, if any, arising from the interim and final audits, and any other matters which the auditors may wish to discuss (without the presence of the Management, where necessary);
- review and discuss with the external and internal auditors any suspected fraud or irregularity, or suspected infringement of any relevant laws, rules or regulations, which has or is likely to have a material impact on the Group's operating results or financial position, and the Management's response;
- review and evaluate the independence and performance of the external auditors and to consider their appointment, remuneration and re-appointment;

Corporate Governance Report

- review interested person transactions to ensure that they are on normal commercial terms and not prejudicial to the interests of the Company or its shareholders;
- review potential conflicts of interest;
- review the key financial risk areas, with a view to providing an independent oversight on the Group's financial reporting, the outcome of such review to be disclosed in the annual reports or if the findings are material, immediately announced via SGXNet;
- undertake such other reviews and projects as may be requested by the Board and report to the Board its findings from time to time on matters arising and requiring the attention of the AC;
- review arrangements by which our staff may, in confidence, raise concerns about possible improprieties in matters of financial reporting and ensuring that arrangements are in place for the independent investigations of such matter and for appropriate follow-up; and
- generally undertake such other functions and duties as may be required by the legislation, regulations or the Listing Manual of the SGX-ST, or by such amendments as may be made thereto from time to time.

Before any agreement or arrangement that is not in the ordinary course of business of the Group is transacted, prior approval must be obtained from the AC. In the event that a member of the AC is interested in any interested person transactions, he shall abstain from reviewing that particular transaction. Any decision to proceed with such an agreement or arrangement would be recorded for review by the AC.

The AC has full access to and co-operation of the Management and external and internal auditors. It also has the discretion to invite any Director and key executive to attend its meetings. The AC has adequate resources to enable it to discharge its responsibilities properly. The external auditors have unrestricted access to the AC. Both the external and internal auditors report directly to the AC in respect of their findings and recommendations.

The AC meets with the external and internal auditors, each separately without the presence of the Management, annually. The AC reviews the findings from the auditors and the assistance given to the auditors by the Management. As at the date of this report, the AC met twice with the external auditors without the presence of the Management.

The AC, having reviewed the scope and value of non-audit services provided to the Group by the external auditors, which comprise tax advisory services and is satisfied that the nature and extent of such services will not prejudice and affect the independence and objectivity of the external auditors. The audit and non-audit fees paid/payable to the external auditors, Messrs BDO LLP, for the financial year ended 30 June 2012 were S\$200,000 and S\$2,000 respectively.

The Company has complied with Rule 715 of the Listing Manual of the SGX-ST as all subsidiaries of the Company are audited by Messrs BDO LLP for the purposes of the consolidated financial statements of the Group.

The AC will undertake a review of the scope of services provided by the external auditors, the independence and the objectivity of the external auditors on annual basis. Messrs BDO LLP, the external auditors of the Company, has confirmed that they are a Public Accounting Firm registered with Accounting and Corporate Regulatory Authority and provided a confirmation of their independence to the AC. The AC had assessed the external auditors based on factors such as performance, adequacy of resources and experience of their audit engagement partner and auditing team assigned to the Group's audit, the size and complexity of the Group. Accordingly, the AC is satisfied that Rule 712 of the Listing Manual of the SGX-ST is complied with and has recommended to the Board that Messrs BDO LLP be nominated for re-appointment as external auditors at the forthcoming AGM of the Company.

Corporate Governance Report

In July 2010, the Singapore Exchange Limited and Accounting and Corporate Regulatory Authority had launched the “Guidance to Audit Committees on Evaluation of Quality of Work performed by External Auditors” which aims to facilitate the AC in evaluating the external auditors. Accordingly, the AC had evaluated the performance of the external auditors based on the key indicators of audit quality set out in the guidance.

The AC had reviewed, approved and implemented a Whistle Blowing Policy which provides well-defined and accessible channels in the Group through which employees of the Group may, in confidence, raise concerns about possible improprieties in matter of financial reporting or other matters within the Group. The policy includes arrangements for independent investigation and appropriate follow-up of such matters. Details of the policy and arrangements have been made available to the employees. As at the date of this report, there was no report received through the whistle-blowing mechanism.

The AC had reviewed the Company’s key financial risk areas and noted that apart from the exchange rate differences, the Group has not entered into any financial contracts which will give rise to financial risks.

In the event that a member of the AC is interested in any matter being considered by the AC, he will abstain from reviewing that particular transaction and voting on that particular resolution.

The AC has explicit authority to investigate any matter within its terms of reference. The AC has, within its terms of reference, the authority to obtain independent professional advice at the Company’s expense as and when the need arises.

Internal Controls

Principle 12: The Board should ensure that the Management maintains a sound system of internal controls to safeguard the shareholders’ investments and the company’s assets.

The Board ensures that the Management maintains a sound system of internal controls and effective risk management policies to safeguard the shareholders’ investment and the Company’s assets and in this regard, is assisted by the AC which conducts the reviews.

The internal auditors had conducted appropriate reviews to ensure that the system of internal controls maintained by the Group’s Management is adequate. The AC, with the assistance of the internal auditors, have reviewed, and the Board is satisfied that the system of internal controls maintained by the Group’s Management throughout the financial year ended 30 June 2012 up to the date of this report is adequate to meet the needs of the Group in its current business environment.

Relying on the reports from the internal and external auditors and management representation letters, the AC carried out assessment of the effectiveness of key internal controls during the year. Any material non-compliance or weaknesses in internal controls or recommendations from the internal and external auditors to further improve the internal controls were reported to the AC. The AC will also follow up on the actions taken by the Management on the recommendations made by the internal and external auditors.

The Directors have received and considered the representation letters from the CEO, Executive Directors and Chief Financial Officer of the Group whom relied upon the representation letters from senior management of the key subsidiaries in relation to the financial information for the year.

In addition, the AC and the Board had reviewed the effectiveness of the Group’s system of internal controls in light of key business and financial risks affecting the operations.

In compliance with Rule 1207(10), the Board with the concurrence of the AC, is of the opinion that the Company has a robust and effective internal controls system and the system is adequate to address the financial, operational and compliance risks maintained by the Group during the financial year, based on the various management controls in place, the reports from the internal and external auditors, reviews conducted by the Management and the management representation letters.

Corporate Governance Report

The system of internal control provides reasonable, but not absolute, assurance that the Group will not be adversely affected by any event that could be reasonably foreseen as it strives to achieve its business objectives.

The Board also notes that all internal control systems and risk managements systems contain inherent limitations and no system of internal controls or risk management system could provide absolute assurance against the occurrence of material errors, poor judgement in decision making, human error, losses, fraud or other irregularities.

As the Group continues to grow the business, the Board will continue to review and take appropriate steps to strengthen the Group's overall system of internal controls and risk management.

Internal Audit

Principle 13: The company should establish an internal audit function that is independent of the activities it audits.

The Board recognises the importance of maintaining a system of internal controls, procedures and processes for the Group to safeguard the shareholders' investments and the Company's assets.

The Company has outsourced its internal audit functions of the Group to a professional accounting firm to perform the review and test of controls of its processes. The appointed internal auditors meets the professional standards set out in the Code and reports directly to the AC on internal audit matters.

The internal auditors are responsible for evaluating the reliability, adequacy and effectiveness of the internal controls and risk management processes of the Group, assisting the AC in the review of interested person transactions and ensuring that the internal controls of the Group is adequate for proper recording of transactions and safeguarding the assets of the Group. The internal auditors will also carry out major internal control checks and compliance tests as instructed by the AC. The AC will review the internal auditors' reports and ensure that there are adequate internal controls within the Group.

The AC, on an annual basis, will assess the effectiveness of the internal audit by examining the scope of the internal audit work and its independence, the internal auditors' reports and its relationship with the external auditors to ensure that the internal auditors has the necessary resources to adequately perform its functions.

The AC will ensure that the internal auditors meet or exceed the standards set by recognised professional bodies including the Standards for the Professional Practice of Internal Auditing set by the Institute of Internal Auditors.

COMMUNICATION WITH SHAREHOLDERS

Principle 14: Companies should engage in regular, effective and fair communication with shareholders.

Principle 15: Companies should encourage greater shareholder participation at AGMs, and allow shareholders the opportunity to communicate their views on various matters affecting the company.

The Company believes that a high standard of disclosure is key to raise the level of corporate governance. Quarterly results and news releases are published through the SGXNet. All information of the Company's new initiatives is first disseminated via SGXNet followed by a news release. In addition, the Company also holds analysis briefing of its quarterly and full year financial results.

Corporate Governance Report

The Company does not practice selective disclosure. Price sensitive information is publicly released and financial results and annual reports are announced or issued within the mandatory period and are available on the Company's website at <http://www.yamada-green.com> which provides, *inter-alia*, corporate announcements, press releases and the latest financial results as disclosed by the Company on SGXNet.

A copy of the Annual Report will be sent to every shareholder. The Notice of AGM is advertised in the press and released via SGXNet. Each item of special business included in the notice of meeting is accompanied, where appropriate, by an explanation for the proposed resolution. Separate resolutions on each distinct issue are proposed at general meetings for approval.

In accordance with the Articles of Association of the Company, shareholders may appoint one or two proxies to attend and vote at general meetings in their absence. All shareholders are allowed to vote in person or by proxy. Central Provident Fund investors of the Company's securities may attend shareholders' meetings as observers provided they have registered to do so with the agent banks within the specified time frame.

The Company welcomes the views of the shareholders on matters concerning the Company and encourages shareholders' participation at AGMs. The Chairman of the AC, NC and RC of the Company are usually available at the general meetings to answer questions from the shareholders. The external auditors will also be present to assist the Directors in addressing any relevant queries by shareholders.

The Group understands the increasing global attention towards issues of environmental protection and social responsibility. In this respect, the Group continues its commitment towards sustainable development of self-cultivated edible fungi and processed food products, including mushrooms, vegetables and high fibre food products (mainly konjac-based) as part of the Group's corporate social responsibility. The Company embarked on voluntarily sustainability reporting on an annual basis as an integral part of good corporate governance. The practice of systematic sustainability reporting has thus improved stakeholders communications by providing an additional dimension beyond financial performance of the Group.

DEALINGS IN SECURITIES

The Group has adopted its Code of Best Practices on dealing in securities by setting out the implications of insider trading and its regulations with regard to dealings in the Company's securities by its Directors and officers, that is modelled, with some modifications, on Rule 1207(19) of the Listing Manual of the SGX-ST. The Group's Code of Best Practices provides guidance for Directors, officers and employees on their dealings in the Company's securities.

The Group's Code of Best Practices prohibits the Directors, key executives and employees who have access to unpublished material price sensitive information from dealing in Company's securities. They are advised not to deal in the Company's securities during the period commencing two weeks immediately preceding the announcement of the Company's quarterly financial results and one month immediately preceding the announcement of the Company's full year financial results and ending on the date of announcement of such results on the SGX-ST, or when they are in possession of the unpublished price sensitive information of the Group. In addition, the Directors, key executives and employees are expected to observe insider trading laws at all times even when dealing in securities within the permitted trading period. They are also discouraged from dealing in the Company's shares on short term considerations.

Corporate Governance Report

INTERESTED PERSON TRANSACTIONS

The Company has established internal control procedures to ensure the transactions with interested persons are properly reviewed and approved by the AC and conducted at arm's length basis, on normal commercial terms and will not be prejudicial to the interests of the Company and its minority shareholders.

There were no interested person transactions between the Company and any of its interested person (Directors, executive officers or controlling shareholders of the Group or the associates of such Directors, executive officers or controlling shareholders) subsisting for the financial year ended 30 June 2012.

The Company does not have any shareholders' mandate for interested person transactions.

MATERIAL CONTRACTS

Save as disclosed in the financial statements, there were no material contracts entered into by the Company or any of its subsidiaries, involving the interests of the CEO, any Director or the controlling shareholder during the financial year ended 30 June 2012.

RISK MANAGEMENT

The Management reviews regularly the Group's business and operational activities to identify areas of significant business risks as well as appropriate measures to control and mitigate these risks within the Group's policies and strategies. In addition, the external auditors carry out in the course of their statutory audit, a review of the effectiveness of the Company's material internal controls, including financial, operational and compliance controls. Material non-compliance and internal control weaknesses noted during their audit are reported to the AC together with their recommendations. The Management will follow up on the auditors' recommendations so as to strengthen the Group's risk management procedures.

Information in relation to the risks arising from the Group's financial operations is disclosed in the notes to the accompanying audited financial statements on pages 78 to 81.

USE OF IPO PROCEEDS

The Company has been admitted to the Official List of the SGX-ST on 8 October 2012 and raised net proceeds of approximately S\$13.5 million from its initial public offering ("IPO") of its shares. As at the date of this report, the IPO proceeds of the Company has been fully utilised.

Corporate Social Responsibility

Corporate Social Responsibility (the “CSR”) plays an essential role in the long-term success of our business. It is important that we align our interests with that of the communities in which we operate in order to have the support of the local communities and government agencies. We believe that our initiatives and emphasis on returning to the community and looking after the welfare of our staff have translated into goodwill for our Group, contributing to high employee retention rate and staff morale.

ENVIRONMENTAL POLICY

We share our customers’ commitment to the environment and we believe in the importance of caring for our planet working with and encouraging others to do the same. As a company that relies on agricultural products, it makes good business sense and as people living in the world, it is simply the right thing to do.

COMMITMENT TO SUSTAINABLE DEVELOPMENT

Our Directors recognised the importance of being a responsible steward of the land we manage. With this in mind, the Company has established a CSR policy which included the review of the following areas of the Group’s activities:

- (a) to review and recommend the Group’s policy with regards to CSR issues;
- (b) to review the Group’s environmental policies and standards;
- (c) to review the social impact of the Group’s business practices in the communities that it operates in;
- (d) to review and recommend policies and practices with regard to key stakeholders (suppliers, customers and employees); and
- (e) to review and recommend policies and practices with regard to regulators.

CORE VALUES OF THE CSR FRAMEWORK

The Company aims to be recognised as an organisation that is transparent and ethical in all its dealings as well as making a positive contribution to the community in which it operates. It is committed to being a deeply responsible company in the communities with the following core values in all aspects of its work, including the fulfilment of its social responsibility, toward achieving sustainable development:

- Clear direction, strong leadership and open communication;
- Customer focus;
- Equality, fairness and transparency;
- Development of positive working relationships with others; and
- Respect for people.

Corporate Social Responsibility

TOWARD SUSTAINABILITY STRATEGIES

The Company will seek to achieve corporate and social objectives by focusing on four strategic areas:

Good Relations - adopting an employee relations strategy to enhance management and employee interactions and to promote work-life balance and health among employees.

Community Impact - encouraging staff to be involved in projects in support of the wider community.

Fair Trade - providing farmers decent working conditions and fair terms of trade for farmers so as to maintain local sustainability.

Environment - developing environmental management practices that minimise adverse impact on the environment.

The CSR and commitments are integral to the Company's overall business strategy. As a result, the Company believes it delivers benefits to the Company and its stakeholders, including employees, business partners, customers, suppliers, shareholders, community members and others.

The Company will, as and when necessary, provide updates on the status of its implementation of its CSR policy in the annual reports of the Company.

Report of the Directors

The Directors of the Company present their report to the members together with the audited financial statements of Yamada Green Resources Limited (the "Company") and its subsidiaries (the "Group") for the financial year ended 30 June 2012 and the statement of financial position of the Company as at 30 June 2012.

1. Directors

The Directors of the Company in office at the date of this report are as follows:

Chen Qiuhai
Chen Qisheng
Chang Feng-chang
Soh Beng Keng
Sim Yong Chan

2. Arrangements to enable Directors to acquire shares or debentures

Neither at the end of nor at any time during the financial year was the Company a party to any arrangement whose object is to enable the Directors of the Company to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate, except for performance shares granted under the Yamada Green Resources Performance Share Plan as disclosed below.

3. Directors' interests in shares or debentures

According to the Register of Directors' Shareholdings kept by the Company for the purposes of Section 164 of the Singapore Companies Act, Cap. 50 (the "Act"), none of the Directors of the Company who held office at the end of the financial year had any interest in the shares or debentures of the Company and its related corporations except as detailed below:

Name of Directors and companies in which interests are held	Shareholdings registered in name of Director or nominee		Shareholdings in which Director is deemed to have an interest	
	Balance as at 1.7.2011	Balance as at 30.6.2012	Balance as at 1.7.2011	Balance as at 30.6.2012
Company				
<i>Yamada Green Resources Limited</i>				
	Number of ordinary shares			
Chen Qiuhai	–	–	285,114,023	285,214,023
Chen Qisheng	–	600,000 ⁽¹⁾	–	–
Chang Feng-chang	–	–	–	200,000 ⁽²⁾
Ultimate holding company				
<i>Sanwang International Holdings Limited</i>				
	Number of ordinary shares of US\$1			
Chen Qiuhai	1	1	–	–

(1) Chen Qisheng has direct interest of 600,000 shares held by Tower Bay Holdings Limited.

(2) Chang Feng-chang is deemed to be interested in 200,000 shares held by Kingsley Capital International Pte. Ltd., which is wholly-owned by him.

Report of the Directors

3. Directors' interests in shares or debentures (Continued)

By virtue of Section 7 of the Act, Chen Qiu Hai is deemed to have an interest in all related corporations of the Company. In accordance with the continuing listing requirements of the Singapore Exchange Securities Trading Limited ("SGX-ST"), the Directors of the Company state that, according to the Register of the Directors' Shareholdings, the Directors' interests as at 21 July 2012 in the shares of the Company have not changed from those disclosed as at 30 June 2012.

4. Directors' contractual benefits

Since the end of the previous financial year, no Director of the Company has received or become entitled to receive a benefit which is required to be disclosed under Section 201(8) of the Act, by reason of a contract made by the Company or a related corporation with the Director or with a firm of which he is a member, or with a company in which he has a substantial financial interest, except as disclosed in the financial statements. Certain Directors received remuneration from related corporations in their capacity as directors and/or executives of those related corporations.

5. Share options and performance shares

There were no share options granted by the Company or its subsidiaries during the financial year.

There were no shares issued during the financial year by virtue of the exercise of options to take up unissued shares of the Company or its subsidiaries.

There were no unissued shares of the Company or its subsidiaries under options as at the end of the financial year.

The Company has adopted a share incentive scheme, Yamada Green Resources Share Option Scheme (the "Scheme") and a performance incentive scheme, Yamada Green Resources Performance Share Plan (the "Plan"). The Scheme and the Plan, collectively known as the Schemes, were approved and adopted by the shareholders at an Extraordinary General Meeting of the Company held on 29 April 2011. The Schemes are administered by the Company's Remuneration Committee, comprising of Mr Sim Yong Chan, Mr Soh Beng Keng and Mr Chang Feng-chang.

The Plan awards fully-paid ordinary shares in the capital of the Company, their equivalent cash value or combination thereof will be granted, free of payment to eligible group employees and group executive directors. Awards of performance shares are granted conditional that certain prescribed performance targets are satisfied within a prescribed performance period. The performance period in which the performance targets are to be met is the period from 1 July 2011 to 30 June 2014. A specified number of performance shares shall be released to the participants over three years from the date of grant to 31 December 2014.

The participants should be with the Group for at least 12 months as at the date of granting the performance shares to receive the performance shares. The entitlement will be forfeited if the participant leaves the Company during the vesting period.

Shares allotted and issued on the award of the Plan shall be subjected to all the provisions of the Articles of Association of the Company, and shall rank *pari passu* in all respects with the existing issued ordinary shares.

The aggregate number of shares to be issued pursuant to the Schemes shall not exceed 15% of the total number of issued shares (excluding treasury shares) in the capital of the Company from time to time.

Report of the Directors

5. Share options and performance shares (Continued)

The awards granted under the Plan are as follows:

Name of participant	Conditional awards granted during the financial year ended 30.6.2012 (‘000)	Awards released during the financial year ended 30.6.2012 (‘000)	Aggregate conditional awards granted since commencement of the Plan to 30.6.2012 (‘000)	Aggregate awards released since commencement of the Plan to 30.6.2012 (‘000)
<i>Director of the Company</i>				
Chen Qisheng	0 – 3,000	600	0 – 3,000	600
<i>Group Executives</i>	0 – 22,000	3,740	0 – 22,000	3,740

6. Audit Committee

The Audit Committee of the Company, consisting all Non-Executive Directors, is chaired by Mr Soh Beng Keng, Lead Independent Director, and includes Mr Sim Yong Chan, Independent Director and Mr Chang Feng-chang, Non-Executive Director. The Audit Committee has met six times since the previous financial period to the date of this report and has reviewed the following, where relevant, with the Executive Directors and external and internal auditors of the Company:

- (a) the audit plans and results of the internal auditors examination and evaluation of the Group’s systems of internal accounting controls;
- (b) the Group’s financial and operating results and accounting policies;
- (c) the statement of financial position of the Company and the consolidated financial statements of the Group before their submission to the Directors of the Company and external auditors’ report on those financial statements;
- (d) the quarterly and annual announcements as well as the related press releases on the results and financial position of the Group and the Company;
- (e) the co-operation and assistance given by the management to the Company’s external and internal auditors;
- (f) the interested person transactions to ensure that they are on normal commercial terms and not prejudicial to the interests of the Company or its shareholders; and
- (g) the re-appointment of the external auditors of the Company.

The Audit Committee has full access to and has the co-operation of the management and has been given the resources required for it to discharge its function properly. It also has full discretion to invite any Director and executive officers to attend its meetings. The external and internal auditors have unrestricted access to the Audit Committee.

The Audit Committee has recommended to the Board of Directors the nomination of Messrs BDO LLP for re-appointment as external auditors of the Company at the forthcoming Annual General Meeting.

Report of the Directors

7. Auditors

The auditors, Messrs BDO LLP, have expressed their willingness to accept re-appointment.

On behalf of the Board of Directors

Chen Qihai
Director

Chen Qisheng
Director

4 October 2012

Statement by the Directors

In the opinion of the Board of Directors,

- (a) the accompanying consolidated financial statements of the Group and the statement of financial position of the Company together with the notes thereon are properly drawn up in accordance with the provisions of the Singapore Companies Act, Cap. 50 and Singapore Financial Reporting Standards so as to give a true and fair view of the state of affairs of the Group and of the Company as at 30 June 2012 and of the results, changes in equity and cash flows of the Group for the financial year ended on that date; and
- (b) at the date of this statement, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they fall due.

On behalf of the Board of Directors

Chen Qiu hai
Director

Chen Qisheng
Director

4 October 2012

Independent Auditor's Report

To the Members of Yamada Green Resources Limited

Report on the Financial Statements

We have audited the accompanying financial statements of Yamada Green Resources Limited (the "Company") and its subsidiaries (the "Group") as set out on pages 42 to 82, which comprise the consolidated statement of financial position of the Group and the statement of financial position of the Company as at 30 June 2012, and the consolidated statement of comprehensive income, statement of changes in equity and statement of cash flows of the Group for the financial year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the provisions of the Singapore Companies Act, Cap. 50 (the "Act") and Singapore Financial Reporting Standards, and for devising and maintaining a system of internal accounting controls sufficient to provide a reasonable assurance that assets are safeguarded against loss from unauthorised use or disposition; and transactions are properly authorised and that they are recorded as necessary to permit the preparation of true and fair profit and loss accounts and balance sheets and to maintain accountability of assets.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Singapore Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation of financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the accompanying consolidated financial statements of the Group and the statement of financial position of the Company are properly drawn up in accordance with the provisions of the Act and Singapore Financial Reporting Standards so as to give a true and fair view of the state of affairs of the Group and of the Company as at 30 June 2012 and of the results, changes in equity and cash flows of the Group for the financial year ended on that date.

Independent Auditor's Report

To the Members of Yamada Green Resources Limited

Report on Other Legal and Regulatory Requirements

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

BDO LLP

Public Accountants and
Certified Public Accountants

Singapore
4 October 2012

Consolidated Statement of Comprehensive Income

For the financial year ended 30 June 2012

	Note	Year ended 30.6.2012 RMB'000	Period from 1.1.2011 to 30.6.2011 RMB'000
Revenue	4	553,331	216,338
Cost of sales		(345,034)	(126,149)
Gross profit		<u>208,297</u>	<u>90,189</u>
Other items of income			
Interest income		195	63
Other income	5	6,547	310
Gain from changes in fair value of biological assets	13	–	5,020
Other items of expense			
Selling and distribution expenses		(8,801)	(2,469)
Administrative expenses		(31,797)	(13,393)
Other expenses	6	(6,862)	(3,580)
Loss from changes in fair value of biological assets	13	(28,240)	–
Profit before income tax	7	139,339	76,140
Income tax credit/(expense)	9	138	(6,578)
Profit for the financial year/period		<u>139,477</u>	<u>69,562</u>
Other comprehensive income			
Currency translation difference		(2,515)	2,107
Income tax relating to components of other comprehensive income		–	–
Other comprehensive income for the financial year/period, net of tax		<u>(2,515)</u>	<u>2,107</u>
Total comprehensive income for the financial year/period		<u><u>136,962</u></u>	<u><u>71,669</u></u>
Profit attributable to:			
Owners of the parent		<u><u>139,477</u></u>	<u><u>69,562</u></u>
Total comprehensive income attributable to:			
Owners of the parent		<u><u>136,962</u></u>	<u><u>71,669</u></u>
Earnings per share (RMB cents)			
	10		
- Basic		34.2	17.1
- Diluted		<u>32.5</u>	<u>17.1</u>

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

Statements of Financial Position

As at 30 June 2012

	Note	Group		Company	
		30.6.2012 RMB'000	30.6.2011 RMB'000	30.6.2012 RMB'000	30.6.2011 RMB'000
Non-current assets					
Property, plant and equipment	12	35,217	18,907	7	13
Biological assets	13	188,922	122,950	–	–
Land use rights	14	80,225	44,408	–	–
Investments in subsidiaries	15	–	–	92,121	88,686
Prepayments	16	52,173	51,256	–	–
Total non-current assets		<u>356,537</u>	<u>237,521</u>	<u>92,128</u>	<u>88,699</u>
Current assets					
Biological assets	13	100	100	–	–
Inventories	17	15,136	16,619	–	–
Trade and other receivables	18	185,880	139,302	47,335	47,066
Cash and bank balances	19	14,280	34,454	2,869	7,649
Total current assets		<u>215,396</u>	<u>190,475</u>	<u>50,204</u>	<u>54,715</u>
Less:					
Current liabilities					
Trade and other payables	20	19,675	12,834	1,094	1,378
Current income tax payable		2,384	1,824	–	–
Total current liabilities		<u>22,059</u>	<u>14,658</u>	<u>1,094</u>	<u>1,378</u>
Net current assets		<u>193,337</u>	<u>175,817</u>	<u>49,110</u>	<u>53,337</u>
Non-current liability					
Deferred tax liability	21	(3,582)	(12,079)	–	–
Net assets		<u>546,292</u>	<u>401,259</u>	<u>141,238</u>	<u>142,036</u>
Equity					
Share capital	22	138,692	135,176	138,692	135,176
Share-based payment reserve	23	6,632	2,077	6,632	2,077
Statutory reserve	24	47,988	31,385	–	–
Foreign currency translation (account)/reserve	25	(1,143)	1,372	(2,876)	4,018
Accumulated profits/(losses)		354,123	231,249	(1,210)	765
Total equity attributable to owners of the parent		<u>546,292</u>	<u>401,259</u>	<u>141,238</u>	<u>142,036</u>

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

Consolidated Statement of Changes in Equity

For the financial year ended 30 June 2012

Group	← Attributable to owners of the parent →					
	Share capital RMB'000	Share-based payment reserve RMB'000	Statutory reserve RMB'000	Foreign currency translation (account)/ reserve RMB'000	Accumulated profits RMB'000	Total equity RMB'000
Balance as at 1.7.2011	135,176	2,077	31,385	1,372	231,249	401,259
Profit for the financial year	–	–	–	–	139,477	139,477
Other comprehensive income for the financial year						
- Currency translation differences	–	–	–	(2,515)	–	(2,515)
Total comprehensive income for the financial year	–	–	–	(2,515)	139,477	136,962
Contributions by and distributions to owners of the parent						
Share-based payments	3,516	4,555	–	–	–	8,071
Transfer to statutory reserve	–	–	16,603	–	(16,603)	–
Total contributions by and distributions to owners	3,516	4,555	16,603	–	(16,603)	8,071
Balance as at 30.6.2012	<u>138,692</u>	<u>6,632</u>	<u>47,988</u>	<u>(1,143)</u>	<u>354,123</u>	<u>546,292</u>
Balance as at 1.1.2011	135,176	2,077	24,045	(735)	186,511	347,074
Profit for the financial period	–	–	–	–	69,562	69,562
Other comprehensive income for the financial period						
- Currency translation differences	–	–	–	2,107	–	2,107
Total comprehensive income for the financial period	–	–	–	2,107	69,562	71,669
Contributions by and distributions to owners of the parent						
Dividends (Note 11)	–	–	–	–	(17,484)	(17,484)
Transfer to statutory reserve	–	–	7,340	–	(7,340)	–
Total contributions by and distributions to owners	–	–	7,340	–	(24,824)	(17,484)
Balance as at 30.6.2011	<u>135,176</u>	<u>2,077</u>	<u>31,385</u>	<u>1,372</u>	<u>231,249</u>	<u>401,259</u>

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

Consolidated Statement of Cash Flows

For the financial year ended 30 June 2012

	Year ended 30.6.2012 RMB'000	Period from 1.1.2011 to 30.6.2011 RMB'000
Cash flows from operating activities		
Profit before income tax	139,339	76,140
Adjustments for:		
Amortisation of biological assets	187,122	59,805
Amortisation of land use rights	1,698	590
Amortisation of prepayments	12,400	2,771
Depreciation of property, plant and equipment	5,484	1,901
Gain on compensation for expropriated land	–	(260)
Interest income	(195)	(63)
Loss/(Gain) from changes in fair value of biological assets	28,240	(5,020)
Plant and equipment written off	324	–
Share-based payment expenses	8,071	–
Operating cash flows before working capital changes	382,483	135,864
Working capital changes:		
Biological assets	(187,122)	(5,270)
Inventories	1,483	(3,305)
Trade and other receivables	(38,835)	(101,871)
Trade and other payables	6,841	(13,176)
Cash generated from operations	164,850	12,242
Interest received	195	63
Income tax paid	(7,799)	(3,797)
Net cash from operating activities	157,246	8,508
Cash flows from investing activities		
Purchase of property, plant and equipment	(22,118)	(1,862)
Purchase of biological assets	(94,212)	–
Purchase of land use rights	(37,515)	–
Compensation received for expropriated land	–	260
Prepayments	(21,060)	(37,094)
Currency translation differences on investing activities	–	(1,530)
Net cash used in investing activities	(174,905)	(40,226)
Cash flows from financing activities		
Payment of dividend	–	(17,484)
Currency translation differences on financing activities	(2,204)	3,344
Net cash used in financing activities	(2,204)	(14,140)
Net change in cash and bank balances	(19,863)	(45,858)
Cash and bank balances at the beginning of the financial year/period	34,454	80,020
Effect of foreign exchange rate changes in cash and bank balances	(311)	292
Cash and bank balances at the end of the financial year/period (Note 19)	14,280	34,454

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

Notes to the Financial Statements

For the financial year ended 30 June 2012

These notes form an integral part of and should be read in conjunction with the financial statements.

1. General corporate information

Yamada Green Resources Limited (the “Company”) is a public company limited by shares, incorporated in the Republic of Singapore and listed on the Singapore Exchange Securities Trading Limited (“SGX-ST”). The Company’s registration number is 201002962E.

The Company does not have a place of business in Singapore at the date of this report as its principal activities are those of an investment holding company. The registered office of the Company is at 6 Battery Road, #10-01, Singapore 049909.

The Company’s immediate and ultimate holding company is Sanwang International Holdings Limited (“Sanwang”), a company incorporated in the British Virgin Island and wholly-owned by the Executive Chairman and Chief Executive Officer, Chen Qiu hai.

The principal activities of the subsidiaries are set out in Note 15 to the financial statements.

The consolidated financial statements of the Company and its subsidiaries (the “Group”) and the statement of financial position of the Company for the financial year ended 30 June 2012 were authorised for issue by the Board of Directors on 4 October 2012.

2. Summary of significant accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been drawn up in accordance with the provisions of the Singapore Companies Act, Cap. 50 and Singapore Financial Reporting Standards (“FRS”) including related Interpretations of FRS (“INT FRS”) and are prepared under the historical cost convention, except as disclosed in the accounting policies below.

The individual financial statements of each Group entity are measured in the currency of the primary economic environment in which the entity operates (“functional currency”). The consolidated financial statements of the Group and the statement of financial position of the Company are presented in Chinese renminbi (“RMB”). The functional currency of the Company is Singapore dollar. As the Group mainly operates in the People’s Republic of China, RMB is used as the presentation currency for the consolidated financial statements and the statement of financial position of the Company and all values presented are rounded to the nearest thousand (“RMB’000”), unless otherwise stated.

In the current financial year, the Group has adopted all the new and revised FRS and INT FRS that are relevant to its operations and effective for the current financial year. The adoption of these new or revised FRS and INT FRS does not result in changes to the Group’s accounting policies and has no material effect on the amounts reported for the current or prior financial years except as disclosed below.

FRS 24 (Revised) Related Party Disclosures

FRS 24 (Revised) has been adopted beginning 1 July 2011 and has been applied retrospectively. The revised standard clarified the definition of a related party and does not have any impact on the amounts reported for the current or prior financial years.

Notes to the Financial Statements

For the financial year ended 30 June 2012

2. Summary of significant accounting policies (Continued)

2.1 Basis of preparation of financial statements (Continued)

FRS and INT FRS issued but not yet effective

At the date of authorisation of these financial statements, the Group has not adopted the following FRS and INT FRS that have been issued but not yet effective:

	Effective date (Annual periods beginning on or after)
FRS 1 : Amendments to FRS 1 - Presentation of Items of Other Comprehensive Income	1.7.2012
FRS 12 : Amendments to FRS 12 - Deferred Tax: Recovery of Underlying Assets	1.1.2012
FRS 19 : Employee Benefits	1.1.2013
FRS 27 : Separate Financial Statements	1.1.2014
FRS 28 : Investments in Associates and Joint Ventures	1.1.2014
FRS 32 : Offsetting of Financial Assets and Financial Liabilities	1.1.2014
FRS 101 : Amendments to FRS 101 – Government loans	1.1.2013
FRS 107 : Offsetting of Financial Assets and Financial Liabilities	1.1.2013
FRS 110 : Consolidated Financial Statements	1.1.2014
FRS 110 : Consolidated Financial Statements, Joint Arrangements and Disclosure of Interests in Other Entities: Transition Guidance (Amendments to FRS110, FRS111 and FRS112)	1.1.2014
FRS 111 : Joint Arrangements	1.1.2014
FRS 112 : Disclosure of Interests in Other Entities	1.1.2014
FRS 113 : Fair Value Measurements	1.1.2013
INT FRS 120 : Stripping Costs in the Production Phase of a Surface Mine	1.1.2013
Improvements to FRSs 2012	1.1.2013

Consequential amendments were also made to various standards as a result of these new or revised standards.

The management anticipates that the adoption of the above FRS and INT FRS, if applicable, in the future periods will not have a material impact on the financial statements in the period of their initial adoption, except as discussed below.

Amendments to FRS 1 - Presentation of Items of Other Comprehensive Income

The amendments to FRS 1 changes the grouping of items presented in other comprehensive income. Items that could be reclassified to profit or loss at a future point in time would be presented separately from items which will never be reclassified. As the amendments only affect the presentation of items that are already recognised in other comprehensive income, the Group does not expect any impact on its financial position or performance upon adoption of this standard from the financial year beginning 1 July 2012.

Notes to the Financial Statements

For the financial year ended 30 June 2012

2. Summary of significant accounting policies (Continued)

2.1 Basis of preparation of financial statements (Continued)

FRS and INT FRS issued but not yet effective (Continued)

FRS 110 Consolidated Financial Statements

FRS 110 changes the definition of control and applies it to all investees to determine the scope of consolidation. FRS 110 requirements will apply to all types of potential subsidiary. FRS 110 requires an investor to reassess the decision on whether to consolidate an investee when events indicate that there may be a change to one of the three elements of control, i.e. power, variable returns and the ability to use power to affect returns. This FRS is to be applied for annual periods beginning on or after 1 January 2014. The Group will determine the impact of this standard when it becomes effective.

FRS 112 Disclosure of Interests in Other Entities

FRS 112 is a new and comprehensive standard on disclosure requirements for all forms of interest in other entities, including joint arrangements, associates, special purpose vehicles and other off balance sheet vehicles. FRS 112 requires an entity to disclose information that helps users of its financial statements to evaluate the nature and risks associated with its interests in other entities and the effects of those interests on its financial statements. The Group is currently determining the impact of the disclosure requirements. As this is a disclosure standard, it will have no impact to the financial position and financial performance of the Group upon adoption of this standard from the financial year beginning 1 July 2014.

FRS 113 Fair Value Measurements

FRS 113 provides guidance on how to measure fair values including those for both financial and non-financial items and introduces significantly enhanced disclosure about fair values. It does not address or change the requirements on when fair values should be used. When measuring fair value, an entity is required to use valuation techniques that maximise the use of relevant observable inputs and minimise the use of unobservable inputs. It establishes a fair value hierarchy for doing this. This FRS is to be applied for annual periods beginning on or after 1 January 2013. The Group will determine the impact of this standard when it becomes effective.

The preparation of financial statements in conformity with FRS requires management to make judgements, estimates and assumptions that affect the Group's application of accounting policies and reported amounts of assets, liabilities, revenue and expenses. Although these estimates are based on management's best knowledge of current events and actions, actual results may differ from those estimates. Critical accounting judgements and key sources of estimation uncertainty used that are significant to the financial statements are disclosed in Note 3 to the financial statements.

2.2 Basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and its subsidiaries. Subsidiaries are entities over which the Company has the power to govern the financial and operating policies, generally accompanied by a shareholding giving rise to the majority of the voting rights, as to obtain benefits from their activities.

Subsidiaries are consolidated from the date on which control is transferred to the Group up to the effective date on which control ceases, as appropriate.

Notes to the Financial Statements

For the financial year ended 30 June 2012

2. Summary of significant accounting policies (Continued)

2.2 Basis of consolidation (Continued)

Intra-group balances and transactions and any unrealised income and expenses arising from intra-group transactions are eliminated on consolidation.

The financial statements of the subsidiaries are prepared for the same reporting period as that of the Company, using consistent accounting policies. Where necessary, accounting policies of subsidiaries are changed to ensure consistency with the policies adopted by other members of the Group.

Acquisition under common control

Business combination arising from transfer of interest in entities that are under common control are accounted for as if the acquisition had occurred at the beginning of the earliest comparative period presented or, if later, at the date that common control was established. For this purpose, comparatives are restated. The assets and liabilities acquired are recognised at the carrying amounts recognised previously in the Group's controlling shareholders' financial statements. The components of equity of the acquired entities are added to the same components within the Group equity. Any difference between the consideration paid for the acquisition and the share capital of the subsidiary acquired is reflected within equity as merger reserve.

Investments in subsidiaries are carried at cost less any accumulated impairment losses that have been recognised in profit or loss.

2.3 Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable. Revenue is reduced for estimated customer returns, rebates and other similar allowances.

Sale of goods

Revenue from the sale of goods is recognised when the Group has transferred to the buyer the significant risks and rewards of ownership of the goods and retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold, the amount of revenue can be measured reliably, it is probable that the economic benefits associated with the transaction will flow to the entity and the costs incurred or to be incurred in respect of the transaction can be measured reliably.

Interest income

Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable.

Commission income

Commission income is recognised on an accrual basis.

2.4 Retirement benefit costs

Defined contribution plans are post-employment benefit plans under which the Group pays fixed contributions into separate entities such as the Singapore Central Provident Fund and the social security contribution plan in People's Republic of China ("PRC") on a mandatory, contractual or voluntary basis. The Group has no further payment obligations once the contributions have been paid.

Contributions to defined contribution plans are recognised as an expenses in profit or loss in the same financial year as the employment that gives rise to the contributions.

Notes to the Financial Statements

For the financial year ended 30 June 2012

2. Summary of significant accounting policies (Continued)

2.5 Employee leave entitlements

Employee entitlements to annual leave are recognised when they accrue to employees. An accrual is made for the estimated liability for unutilised annual leave as a result of services rendered by employees up to the end of the financial year.

2.6 Share-based payments

The fair value of share-based payment awards granted to employees is recognised as an employee expense, with a corresponding increase in equity, over the period that the employees unconditionally become entitled to the awards. The amount recognised as an expense is adjusted to reflect the number of awards for which the related service and non-market vesting conditions are expected to be met, such that the amount ultimately recognised as an expense is based on the number of awards that do meet the related service and non-market performance conditions at the vesting date. For share-based payment awards with non-vesting conditions, the grant date fair value of the share-based payment is measured to reflect such conditions and there is no true-up for differences between expected and actual outcomes.

Share-based payment arrangements in which the Group receives goods or services as consideration for its own equity instruments are accounted for as equity-settled share-based payment transactions, regardless of how the equity instruments are obtained by the Group.

2.7 Operating leases

Prepaid leases

The Group leases farmland under operating leases and the leases run for a period of 3 to 20 years. The upfront lump-sum payments made under the leases are amortised to profit or loss on a straight-line method over the term of the leases. The amortisation amount is included in cost of sales line of the consolidated statement of comprehensive income.

Other operating leases

Rentals payable under operating leases are charged to profit or loss on a straight-line basis over the term of the relevant lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed. Contingent rentals arising under operating leases are recognised as an expense in the financial year in which they are incurred.

In the event that lease incentives are received to enter into operating leases, such incentives are recognised as a liability. The aggregate benefit of incentives is recognised as a reduction of rental expense on a straight-line basis, except where another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed.

2.8 Income tax expense

Income tax expense represents the sum of the tax currently payable and deferred tax.

The tax currently payable is based on taxable profit for the financial year. Taxable profit differs from profit as reported in profit or loss because it excludes items of income or expense that are taxable or deductible in other financial years and it further excludes items that are not taxable or tax deductible. The Group's liability for current tax is calculated using tax rates (and tax laws) that have been enacted or substantively enacted in countries where the Company and subsidiaries operate by the end of the financial year.

Notes to the Financial Statements

For the financial year ended 30 June 2012

2. Summary of significant accounting policies (Continued)

2.8 Income tax expense (Continued)

Deferred tax is recognised on the differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and are accounted for using the liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from the initial recognition of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

Deferred tax liabilities are recognised on taxable temporary differences arising on investments in subsidiaries, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each financial year and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset realised based on the tax rates (and tax laws) that have been enacted or substantively enacted by the end of the financial year.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Group intends to settle its current tax assets and liabilities on a net basis.

Current and deferred tax are recognised as an expense or income in profit or loss, except when they relate to items credited or debited directly to equity, in which case the tax is also recognised directly in equity.

Revenue, expenses and assets are recognised net of the amount of sales tax except:

- when the sales tax that is incurred on purchase of assets for services is not recoverable from the tax authorities in which case the sales tax is recognised as part of cost of acquisition of the asset or as part of the expense item as applicable; and
- receivables and payables that are stated with the amount of sales tax included.

2.9 Dividends

Equity dividends are recognised when they become legally payable. Interim dividends are recorded in the financial year in which they are declared payable. Final dividends are recorded in the financial year in which dividends are approved by shareholders.

Notes to the Financial Statements

For the financial year ended 30 June 2012

2. Summary of significant accounting policies (Continued)

2.10 Foreign currency transactions and translation

In preparing the financial statements of the individual entities, transactions in currencies other than the entity's functional currency ("foreign currencies") are recorded at the rate of exchange prevailing on the date of the transaction. At the end of each financial year, monetary items denominated in foreign currencies are retranslated at the rates prevailing as of the end of the financial year. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing on the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences arising on the settlement of monetary items, and on retranslation of monetary items are included in profit or loss for the financial year. Exchange differences arising on the retranslation of non-monetary items carried at fair value are included in profit or loss for the financial year except for differences arising on the retranslation of non-monetary items in respect of which gains and losses are recognised directly in equity. For such non-monetary items, any exchange component of that gain or loss is also recognised directly in equity.

For the purpose of presenting consolidated financial statements of the Group and the statement of financial position of the Company, the results and financial position of the Company which has a functional currency different from the presentation currency are translated into the presentation currency as follows:

- (i) assets and liabilities presented are translated at the closing exchange rate at the end of the financial year;
- (ii) income and expenses are translated at average exchange rate for the financial year (unless this average rate is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated using the exchange rates at the dates of the transactions); and
- (iii) all resulting exchange differences are recognised in the foreign currency translation (account)/reserve in equity.

2.11 Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation and any accumulated impairment losses.

The cost of property, plant and equipment includes its purchase price and any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Dismantlement, removal or restoration costs are included as part of the cost of property, plant and equipment if the obligation for dismantlement, removal or restoration is incurred as a consequence of acquiring or using the property, plant and equipment.

Subsequent expenditure relating to the property, plant and equipment that has already been recognised is added to the carrying amount of the property, plant and equipment when it is probable that the future economic benefits, in excess of the standard of performance of the property, plant and equipment before the expenditure was made, will flow to the Group, and the cost can be reliably measured. Other subsequent expenditure is recognised as an expense during the financial year in which it is incurred.

Notes to the Financial Statements

For the financial year ended 30 June 2012

2. Summary of significant accounting policies (Continued)

2.11 Property, plant and equipment (Continued)

Depreciation is charged so as to write off the depreciable amount of assets over their useful lives, using the following bases:

	Years
Buildings	20
Motor vehicles	5 - 10
Office equipment	5
Plant & machinery	10
Fixtures & fittings	5 - 10
Farm equipment & fixtures	3 - 5

No depreciation is charged on construction-in-progress as they are not yet in use as at the end of the financial year.

The carrying values of property, plant and equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable.

The estimated useful lives, residual values and depreciation methods are reviewed, and adjusted as appropriate, at the end of each financial year.

The gain or loss arising on disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

Fully depreciated property, plant and equipment are retained in the financial statements until they are no longer in use.

2.12 Biological assets

Synthetic logs (including mycelia)

Synthetic logs are stated at cost less accumulated amortisation and any accumulated impairment losses. The cost of the synthetic logs includes its purchase price and any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Amortisation is provided using units of production method over a period of seven months.

Eucalyptus trees in plantation forest

Eucalyptus trees in plantation forest are classified as biological assets and stated at fair value less estimated point-of-sale costs.

Gains or losses arising on initial recognition of plantations at fair value less estimated point-of-sale costs and from the change in fair value less estimated point-of-sale costs of plantations at the end of each financial year are included in profit or loss in the financial year in which they arise.

Biological assets that are expected to be realised in the next harvest within twelve months from the end of financial year are included as current assets.

Notes to the Financial Statements

For the financial year ended 30 June 2012

2. Summary of significant accounting policies (Continued)

2.13 Land use rights

Land use rights are stated at cost less accumulated amortisation and any accumulated impairment losses. Amortisation of land use rights is calculated on a straight-line method to write off the cost of the land use rights over the lease terms of 25 to 47 years.

2.14 Impairment of tangible and intangible assets

At the end of each financial year, the Group reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs.

The recoverable amount of an asset or cash-generating unit is the higher of its fair value less costs to sell and its value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

Where an impairment loss subsequently reverses, the carrying amount of the asset (cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (cash-generating unit) in prior financial years. A reversal of an impairment loss is recognised immediately in profit or loss.

2.15 Inventories

Inventories are stated at the lower of cost and net realisable value. Costs comprise direct materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing the inventories to their present location and condition. Cost is calculated using the weighted average method. Net realisable value represents the estimated selling price less all estimated costs of completion and costs to be incurred in marketing, selling and distribution.

2.16 Financial instruments

Financial assets and financial liabilities are recognised on the statements of financial position when the Group becomes a party to the contractual provisions of the financial instrument.

Effective interest method

The effective interest method is a method of calculating the amortised cost of a financial instrument and allocating the interest income or expense over the relevant period. The effective interest rate exactly discounts estimated future cash receipts or payments (including all fees on points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial instrument, or where appropriate, a shorter period, to the net carrying amount of the financial instrument. Income and expense are recognised on an effective interest basis for debt instruments other than those financial instruments at fair value through profit or loss.

Notes to the Financial Statements

For the financial year ended 30 June 2012

2. Summary of significant accounting policies (Continued)

2.16 Financial instruments (Continued)

Financial assets

Financial assets are initially measured at fair value, plus transaction costs.

The Group classifies its financial assets as loans and receivables. The classification depends on the nature and purpose for which these financial assets were acquired and is determined at the time of initial recognition.

Loans and receivables

Trade receivables, loans and other receivables (other than prepayments) that have fixed or determinable payments that are not quoted in active markets are classified as loans and receivables. Loans and receivables are measured at amortised cost, using the effective interest rate method less impairment. Interest is recognised by applying the effective interest rate method, except for short-term receivables when the recognition of interest would be immaterial.

Impairment of financial assets

Financial assets are assessed for indicators of impairment at the end of each financial year. Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows of the financial assets have been impacted.

The amount of the impairment is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the original effective interest rate.

The carrying amounts of all financial assets are reduced by the impairment loss directly with the exception of receivables where the carrying amount is reduced through the use of an allowance account. Changes in the carrying amount of the allowance account are recognised in profit or loss.

If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment loss was recognised, the previously recognised impairment loss is reversed through profit or loss to the extent the carrying amount of the financial assets at the date the impairment is reversed does not exceed what the amortised cost would have been had the impairment not been recognised.

Derecognition of financial assets

The Group derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Group neither transfers nor retains substantially all the risks and rewards of ownership of the financial asset and continues to control the transferred asset, the Group recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds receivables.

Notes to the Financial Statements

For the financial year ended 30 June 2012

2. Summary of significant accounting policies (Continued)

2.16 Financial instruments (Continued)

Financial liabilities and equity instruments

Classification as debt or equity

Financial liabilities and equity instruments issued by the Group are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Group after deducting all of its liabilities. Equity instruments are recorded at the proceeds received, net of direct issue costs.

Financial liabilities

Financial liabilities are classified as other financial liabilities.

Other financial liabilities

Trade and other payables

Trade and other payables are initially measured at fair value, net of transaction costs, and are subsequently measured at amortised cost, where applicable, using the effective interest method, with interest expense recognised on an effective yield basis.

Derecognition of financial liabilities

The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or they expire.

2.17 Cash and bank balances

Cash and bank balances comprise cash on hand and demand deposits, which are subject to insignificant risk of changes in value.

2.18 Provisions

Provisions are recognised when the Group has a present legal or constructive obligation as a result of a past event, it is probable that the Group will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the financial year, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

Notes to the Financial Statements

For the financial year ended 30 June 2012

2. Summary of significant accounting policies (Continued)

2.18 Provisions (Continued)

Changes in the estimated timing or amount of the expenditure or discount rate are recognised in profit or loss when the changes arise.

2.19 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the group of executive directors and the chief executive officer who make strategic decisions.

3. Critical accounting judgements and key sources of estimation uncertainty

In the application of the Group's accounting policies, which are described in Note 2, management made judgements, estimates and assumptions about the carrying amounts of assets and liabilities that were not readily apparent from other sources. The estimates and associated assumptions were based on historical experience and other factors that were considered to be reasonable under the circumstances. Actual results may differ from these estimates.

These estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

3.1 Critical judgements made in applying the entity's accounting policies

In the process of applying the Group's accounting policies, the management is of the opinion that there are no critical judgements involved that have a significant effect on the amounts recognised in the financial statements except as discussed below.

Impairment of investments in subsidiaries and financial assets

The Group and the Company follow the guidance of FRS 36 and FRS 39 in determining when an investment in subsidiary or a financial asset is impaired. This determination requires significant judgement. The Group and the Company evaluate, among other factors, the duration and extent to which the fair value of an investment in subsidiary or a financial asset is less than its cost and the financial health of and near-term business outlook for the investment or financial asset, including factors such as industry and sector performance, changes in technology and operational and financing cash flow.

3.2 Key sources of estimation uncertainty

The key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the financial year, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities and the reported amounts of revenue and expenses within the next financial year, are discussed below.

Notes to the Financial Statements

For the financial year ended 30 June 2012

3. Critical accounting judgements and key sources of estimation uncertainty (Continued)

3.2 Key sources of estimation uncertainty (Continued)

(i) Depreciation of property, plant and equipment

Property, plant and equipment are depreciated on a straight-line method over their estimated useful lives after taking into account their estimated residual values. The management estimates the useful lives of the property, plant and equipment to be within 3 to 20 years. The residual value reflects management's estimated amount that the Group would obtain from the disposal of the asset, after deducting the estimated costs of disposal, as if the asset were already of the age and in the condition expected at the end of its useful life. The carrying amounts of the Group's and the Company's property, plant and equipment as at 30 June 2012 were approximately RMB35,217,000 (2011: RMB18,907,000) and RMB7,000 (2011: RMB13,000) respectively. Changes in the expected level of usage and technological developments could impact the economic useful lives and the residual values of the property, plant and equipment, therefore, future depreciation charges could be revised.

(ii) Allowance for impairment of trade and other receivables

The policy for impairment of receivables of the Group is based on the ageing analysis and management's ongoing evaluation of the recoverability of the outstanding receivables. A considerable amount of judgement is required in assessing the ultimate realisation of these receivables, including the assessment of the creditworthiness and the past collection history of each customer. If the financial conditions of these customers were to deteriorate, resulting in an impairment of their ability to make payments, additional allowances may be required. The carrying amounts of the Group's and the Company's trade and other receivables (excluding prepayments) as at 30 June 2012 were approximately RMB170,373,000 (2011: RMB131,750,000) and RMB47,301,000 (2011: RMB46,998,000) respectively.

(iii) Provision for income taxes

The Group has exposure to income taxes in several jurisdictions of which a portion of these taxes arose from certain transactions and computations for which ultimate tax determination is uncertain during the ordinary course of business. The Group recognises liabilities of expected tax issues based on their best estimates of the likely taxes due. Where the final tax outcome of these matters is different from the amounts that were initially recognised, such differences will impact the income tax and deferred tax positions in the year in which such determination is made. The carrying amount of the Group's current income tax payable as at 30 June 2012 was approximately RMB2,384,000 (2011: RMB1,824,000).

(iv) Withholding tax on undistributed profits

According to the New Corporate Income Tax Law ("CIT") and the Detailed Implementation Regulations, dividends distributed to the foreign investor by Foreign Invested Enterprises ("FIE") in the PRC, would be subject to withholding tax of 10% (5% for countries including Singapore which have entered into respective bilateral treaties with the PRC). The FIE's profits, arising in the financial year 2008 and beyond, to be distributed to the foreign investors as dividends shall be subject to withholding tax. The management has considered the above tax exposure and has provided for deferred tax liability as at 30 June 2012 based on the assumption that the FIE will, in the foreseeable future, declare dividend payments to the Company and there will be withholding tax on dividends to be distributed out of the accumulated profits. The carrying amount of the Group's deferred tax liability on undistributed profits as at 30 June 2012 was approximately RMB3,582,000 (2011: RMB12,079,000).

Notes to the Financial Statements

For the financial year ended 30 June 2012

3. Critical accounting judgements and key sources of estimation uncertainty (Continued)

3.2 Key sources of estimation uncertainty (Continued)

(v) Biological assets (Eucalyptus trees)

Eucalyptus trees in plantation forest included in the Group's biological assets are stated at fair value less estimated point-of-sale costs. The fair value of these biological assets is determined based on the present value of expected net cash flows from the biological assets discounted at a current market-determined pre-tax rate. The fair value of the biological assets is determined by an independent valuation firm. Changes in conditions of the biological assets could impact the fair value of the assets. The carrying amount of the Group's biological assets (eucalyptus trees) as at 30 June 2012 was approximately RMB188,922,000 (2011: RMB122,950,000). The independent valuation firm used highly subjective assumptions and estimates to determine the valuation of the biological assets. These assumptions and estimates involve inherent uncertainties and the application of judgements. As a result, if factors change and this independent valuation firm uses different assumptions and estimates, the fair value of the biological assets could be materially different. The valuations are based on information available on initial recognition and at each reporting date.

4. Revenue

	Group	
	Year ended 30.6.2012 RMB'000	Period from 1.1.2011 to 30.6.2011 RMB'000
Self-cultivated edible fungi	392,156	144,775
Processed food products	161,175	71,563
	553,331	216,338

5. Other income

	Group	
	Year ended 30.6.2012 RMB'000	Period from 1.1.2011 to 30.6.2011 RMB'000
Commission income	4,189	–
Foreign exchange gain, net	2,132	–
Gain on compensation from expropriated land	–	260
Government grants and subsidies	195	50
Miscellaneous income	31	–
	6,547	310

Government grants relate to incentive awards and subsidies for the subsidiary's research and development projects, received from government-related agencies in support of agricultural activities in the PRC. There are no unfulfilled conditions or contingencies attached to these grants.

Notes to the Financial Statements

For the financial year ended 30 June 2012

6. Other expenses

	Group	
	Year ended 30.6.2012	Period from 1.1.2011 to 30.6.2011
	RMB'000	RMB'000
Amortisation of maintenance cost	6,535	1,853
Foreign exchange loss, net	–	1,719
Miscellaneous expenses	3	8
Plant and equipment written off	324	–
	6,862	3,580
	6,862	3,580

7. Profit before income tax

The above is arrived at after charging:

	Group	
	Year ended 30.6.2012	Period from 1.1.2011 to 30.6.2011
	RMB'000	RMB'000
<i>Cost of sales</i>		
Amortisation of biological assets	187,122	59,805
Amortisation of farmland lease	3,389	901
Cost of inventories recognised as expense	94,257	43,495
Depreciation of property, plant and equipment	3,728	1,381
Operating lease expenses – warehouse	12	5
	188,508	105,587
<i>Selling and distribution expenses</i>		
Amortisation of prepaid other operating expenses	2,401	–
Carriage outwards	392	263
Consultancy fees	440	1,140
Freight charges	1,361	534
	4,594	1,937
<i>Administrative expenses</i>		
Amortisation of farmland lease	75	17
Amortisation of land use rights	1,698	590
Audit fees		
- auditors of the Company	1,020	1,309
- other auditors	130	117
Non-audit fees		
- auditors of the Company	10	8
Depreciation of property, plant and equipment	1,756	520
Research expenses	1,056	2,805
Operating lease expenses – office premises	236	96
	5,350	5,262
	5,350	5,262

Notes to the Financial Statements

For the financial year ended 30 June 2012

8. Employee benefits expense

	Group	
	Year ended 30.6.2012 RMB'000	Period from 1.1.2011 to 30.6.2011 RMB'000
Salaries and related costs	18,195	6,588
Contributions to defined contribution plans	3,821	1,895
Share-based payment expenses	8,071	–
	30,087	8,483

The above is allocated to the following lines of the consolidated statement of comprehensive income:

Cost of sales	9,155	3,955
Selling and distribution expenses	3,569	453
Administrative expenses	17,363	4,075
	30,087	8,483

These expenses include the amounts shown as key management personnel's remuneration in Note 27 to the financial statements.

9. Income tax credit/(expense)

	Group	
	Year ended 30.6.2012 RMB'000	Period from 1.1.2011 to 30.6.2011 RMB'000
Current financial year		
- income tax	(8,359)	(2,918)
- deferred tax	8,497	(3,660)
Total income tax credit/(expense) recognised in profit or loss	138	(6,578)
Reconciliation of effective tax rate		
Profit before income tax	139,339	76,140
Income tax calculated at the applicable domestic tax rate of 25% (2011: 25%) in PRC where the Group's taxable income is mainly derived	34,835	19,035
Tax effect of expenses not deductible for tax purposes	2,398	1,408
Tax effect of income not subject to tax	(28,838)	(17,566)
Withholding tax on unremitted earnings of subsidiaries	(8,497)	3,660
Others	(36)	41
	(138)	6,578

Notes to the Financial Statements

For the financial year ended 30 June 2012

9. Income tax credit/(expense) (Continued)

Applicable tax rate

The subsidiaries are subject to the Enterprise Income Tax Law of the PRC adopted by the National People's Congress and came into force on 1 January 2008 ("EIT Law").

(a) Fuzhou Wangcheng Foods Development Co., Ltd ("Wangcheng")

In accordance with the EIT Law, the income tax rate applicable to Wangcheng is 25%.

(b) Nanping Yuanwang Foods Co., Ltd ("Yuanwang")

Yuanwang enjoyed full exemption for the initial two years and a 50% reduction for the next three years. The two years' tax exemption period for Yuanwang had expired on 31 December 2009.

(c) Zhangping Fengwang Agricultural Products Co., Ltd ("Fengwang")

Fengwang, according to the approval issued by Zhangping State Tax Bureau dated 9 March 2012, has obtained full tax exemption for income tax from Fujian tax authority for income derived from cultivation, preliminary processing of agricultural products up to 31 December 2027.

(d) Zhangping Senwang Forestry Management Co., Ltd ("Senwang")

In accordance with the EIT Law, the income tax rate applicable to Senwang is 25%.

10. Earnings per share

The calculation of the basic and diluted earnings per share attributable to the owners of the parent is based on the following:

	Group	
	Year ended 30.6.2012 RMB'000	Period from 1.1.2011 to 30.6.2011 RMB'000
Profit for the financial year/period attributable to owners of the parent	139,477	69,562
Weighted average (2011: actual) number of ordinary shares for calculation of basic earnings per share	408,041,842	406,595,175
Adjustment for dilutive effect of the Yamada Green Resources Performance Share Plan (the "Plan")	20,660,000	—
Weighted average number of ordinary shares for calculation of diluted earnings per share	428,701,842	406,595,175
Earnings per share (RMB cents)		
- Basic	34.2	17.1
- Diluted	32.5	17.1

Basic earnings per share for the financial year ended 30 June 2012 is computed based on the weighted average number of ordinary shares in issue of 408,041,842. The weighted average number of ordinary shares represents the number of ordinary shares at the beginning of the financial year, adjusted for new ordinary shares issued during the financial year, multiplied by a time-weighted factor.

Notes to the Financial Statements

For the financial year ended 30 June 2012

10. Earnings per share (Continued)

Basic earnings per share for the financial period ended 30 June 2011 was computed based on the actual number of ordinary shares in issue of 406,595,175.

Diluted earnings per share for the financial year ended 30 June 2012 is computed based on the weighted average number of ordinary shares, adjusted for the effects of all potential dilutive ordinary shares granted by the Group.

As there were no dilutive potential ordinary shares in the previous financial period, the diluted earnings per share were equivalent to basic earnings per share.

11. Dividends

Group and Company	
Year ended 30.6.2012 RMB'000	Period from 1.1.2011 to 30.6.2011 RMB'000

Final tax-exempt dividend of Nil (2011: RMB0.043) per ordinary share in respect of the previous financial year

—	17,484
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The Board of Directors did not recommend any dividend in respect of the financial year ended 30 June 2012.

12. Property, plant and equipment

Group	Buildings RMB'000	Motor vehicles RMB'000	Office equipment RMB'000	Plant & machinery RMB'000	Fixtures & fittings RMB'000	Farm		Total RMB'000
						equipment & fixtures RMB'000	Construction- in-progress RMB'000	
Cost								
Balance as at 1.7.2011	12,870	2,053	615	15,845	17	6,347	—	37,747
Additions	—	70	201	1,680	4	10,583	9,580	22,118
Disposals	(35)	—	(32)	(603)	—	(3,423)	—	(4,093)
Balance as at 30.6.2012	12,835	2,123	784	16,922	21	13,507	9,580	55,772
Accumulated depreciation								
Balance as at 1.7.2011	4,505	1,691	463	8,086	11	4,084	—	18,840
Depreciation for the financial year	614	65	63	1,219	3	3,520	—	5,484
Disposals	(12)	—	(30)	(304)	—	(3,423)	—	(3,769)
Balance as at 30.6.2012	5,107	1,756	496	9,001	14	4,181	—	20,555
Carrying amount								
Balance as at 30.6.2012	7,728	367	288	7,921	7	9,326	9,580	35,217

Notes to the Financial Statements

For the financial year ended 30 June 2012

12. Property, plant and equipment (Continued)

<u>Group</u>	Buildings RMB'000	Motor vehicles RMB'000	Office equipment RMB'000	Plant & machinery RMB'000	Fixtures & fittings RMB'000	Farm equipment & fixtures RMB'000	Total RMB'000
Cost							
Balance as at 1.1.2011	12,870	2,053	572	14,967	17	5,406	35,885
Additions	–	–	43	878	–	941	1,862
Balance as at 30.6.2011	12,870	2,053	615	15,845	17	6,347	37,747
Accumulated depreciation							
Balance as at 1.1.2011	4,198	1,661	433	7,531	10	3,106	16,939
Depreciation for the financial period	307	30	30	555	1	978	1,901
Balance as at 30.6.2011	4,505	1,691	463	8,086	11	4,084	18,840
Carrying amount							
Balance as at 30.6.2011	8,365	362	152	7,759	6	2,263	18,907

<u>Company</u>	Office equipment RMB'000
Cost	
Balance as at 1.7.2011 and 30.6.2012	15
Accumulated depreciation	
Balance as at 1.7.2011	2
Depreciation for the financial year	6
Balance as at 30.6.2012	8
Carrying amount	
Balance as at 30.6.2012	7
Cost	
Balance as at 1.1.2011	–
Additions	15
Balance as at 30.6.2011	15
Accumulated depreciation	
Balance as at 1.1.2011	–
Depreciation for the financial period	2
Balance as at 30.6.2011	2
Carrying amount	
Balance as at 30.6.2011	13

Notes to the Financial Statements

For the financial year ended 30 June 2012

13. Biological assets

Biological assets comprise eucalyptus trees in plantation forest and synthetic logs. Eucalyptus trees are separated from land on which these assets are located. Due to the uniqueness of the synthetic logs and as an active market does not exist for these synthetic logs, these have been stated at cost less accumulated amortisation and accumulated impairment losses. As the useful life of synthetic logs is less than one year, they are classified as current asset. Movements of the total value were as follows:

	Group	
	30.6.2012	30.6.2011
<u>Current</u>	RMB'000	RMB'000
Synthetic logs		
Cost		
Balance as at the beginning of the financial year/period	100	84,054
Additions	187,122	5,270
Utilisation	(187,122)	(89,224)
Balance as at the end of the financial year/period	100	100
Accumulated amortisation		
Balance as at the beginning of the financial year/period	–	29,419
Amortisation for the financial year/period	187,122	59,805
Utilisation	(187,122)	(89,224)
Balance as at the end of the financial year/period	–	–
Carrying amount		
Balance as at the end of the financial year/period	100	100
<u>Non-current</u>		
Eucalyptus trees in plantation forest		
Fair value		
Balance as at the beginning of the financial year/period	122,950	117,930
Additions	94,212	–
(Loss)/Gain from changes in fair value	(28,240)	5,020
Balance as at the end of the financial year/period	188,922	122,950

Quantity and sales of edible fungi harvested during the financial year/period were as follows:

	Year ended 30.6.2012	Period from 1.1.2011 to 30.6.2011
Quantity of edible fungi (in tonnes)	58,980	21,971
Sales of edible fungi (RMB'000)	392,156	144,775

Notes to the Financial Statements

For the financial year ended 30 June 2012

13. Biological assets (Continued)

Mature eucalyptus trees produce sawdust, which are used to produce synthetic logs. The fair value of eucalyptus trees in plantation forest is determined by an independent valuation firm. The fair value is determined based on the present value of expected net cash flows from the eucalyptus trees discounted at a current market-determined pre-tax rate.

Significant assumptions made in determining the fair value of the eucalyptus trees in plantation forest are as follows:

- (i) average expected timber reserves per mu for eucalyptus at different ages are estimated based on the professional opinion expressed by independent expert through his observation of the height and diameter of these eucalyptus trees;
- (ii) analysis of independent log market price obtained from markets where the eucalyptus trees are located based on diameter;
- (iii) cutting area design cost, cutting cost and timber scaling cost will increase at a modest rate of 3% (2011: 3%) during the projected period after considering the long term inflation rate of 3% (2011: 3%) of PRC and the future demand and supply; and
- (iv) the discount rate used for the eucalyptus trees in plantation forest which is applied in the discounted future cash flows calculation is 10.67% (2011: 12.50%).

The eucalyptus trees in plantation forest have not been insured against risks of fire, diseases and other possible risks.

14. Land use rights

	Group	
	30.6.2012	30.6.2011
	RMB'000	RMB'000
Cost		
Balance as at the beginning of the financial year/period	46,425	46,425
Additions	37,515	–
Balance as at the end of the financial year/period	83,940	46,425
Accumulated amortisation		
Balance as at the beginning of the financial year/period	2,017	1,427
Amortisation for the financial year/period	1,698	590
Balance as at the end of the financial year/period	3,715	2,017
Carrying amount		
Balance as at the end of the financial year/period	80,225	44,408

The Group has land use rights over the plots of state-owned land in PRC where the Group's PRC operations reside. The land use rights are not transferable and have remaining tenure ranging from 22.5 to 43.5 years (2011: 23.5 to 44.5 years).

Notes to the Financial Statements

For the financial year ended 30 June 2012

15. Investments in subsidiaries

	Company	
	30.6.2012	30.6.2011
	RMB'000	RMB'000
Unquoted equity capitalised, at cost	94,982	87,243
Currency translation differences	(2,861)	1,443
	<u>92,121</u>	<u>88,686</u>

The details of the subsidiaries are as follows:

Name of subsidiary (Country of incorporation/ operation)	Principal activities	Cost of investment by the Company		Effective equity interest	
		30.6.2012	30.6.2011	30.6.2012	30.6.2011
		RMB'000	RMB'000	%	%
Held by the Company:					
Wangcheng ⁽¹⁾ (PRC)	Production and sales of processed foods products	86,846	79,107	100	100
Yuanwang ⁽¹⁾ (PRC)	Production and sales of semi-processed food products	8,136	8,136	100	100
Held by Wangcheng:					
Fengwang ⁽¹⁾ (PRC)	Cultivation and sales of edible fungi	–	–	100	100
Senwang ⁽¹⁾ (PRC)	Forestry management	–	–	100	100
		<u>94,982</u>	<u>87,243</u>		

⁽¹⁾ Audited for consolidation purpose by BDO LLP

16. Prepayments

	Group		Company	
	30.6.2012	30.6.2011	30.6.2012	30.6.2011
	RMB'000	RMB'000	RMB'000	RMB'000
Prepaid lease of farmland	43,775	47,239	–	–
Prepaid maintenance cost	14,026	6,501	–	–
Prepaid other operating expenses	9,879	5,068	34	68
Less : current portion (Note 18)	(15,507)	(7,552)	(34)	(68)
Non-current portion	<u>52,173</u>	<u>51,256</u>	<u>–</u>	<u>–</u>

Notes to the Financial Statements

For the financial year ended 30 June 2012

16. Prepayments (Continued)

Prepaid lease represents amounts paid by the Group for advance lease of farmland for a period of 3 to 20 (2011: 3 to 20) years. The Group prepaid farmland lease for approximately 5,220 mu (2011: 5,220 mu).

Prepaid maintenance cost represents amounts paid by the Group for advance maintenance cost of the eucalyptus trees in plantation forest for a period of 3 (2011: 1 to 3) years.

17. Inventories

	Group	
	30.6.2012 RMB'000	30.6.2011 RMB'000
Raw materials	8,284	10,690
Finished goods	5,619	4,514
Packing materials	1,233	1,415
	15,136	16,619

18. Trade and other receivables

	Group		Company	
	30.6.2012 RMB'000	30.6.2011 RMB'000	30.6.2012 RMB'000	30.6.2011 RMB'000
Trade receivables	9,586	10,625	–	–
Other receivables				
- third parties	1,158	1,030	–	–
- a subsidiary	–	–	47,301	46,998
Advances to suppliers	159,629	120,095	–	–
Current portion of prepayments (Note 16)	15,507	7,552	34	68
Trade and other receivables	185,880	139,302	47,335	47,066
Add: Cash and bank balances	14,280	34,454	2,869	7,649
Less: Prepayments	(15,507)	(7,552)	(34)	(68)
Total loans and receivables	184,653	166,204	50,170	54,647

Trade receivables are non-interest bearing and generally on 30 to 90 (2011: 30 to 90) days' credit term.

The non-trade amount due from a subsidiary is unsecured, non-interest bearing and repayable on demand.

Advances to suppliers relate to advance payments to villages' committees for the purchase of mushroom synthetic logs.

Notes to the Financial Statements

For the financial year ended 30 June 2012

18. Trade and other receivables (Continued)

Trade and other receivables are denominated in the following currencies:

	Group		Company	
	30.6.2012	30.6.2011	30.6.2012	30.6.2011
	RMB'000	RMB'000	RMB'000	RMB'000
Chinese renminbi	177,586	133,774	47,301	38,233
Japanese yen	3,355	2,554	–	–
Singapore dollar	34	68	34	8,833
United States dollar	4,905	2,906	–	–
	<u>185,880</u>	<u>139,302</u>	<u>47,335</u>	<u>47,066</u>

19. Cash and bank balances

Cash and bank balances are denominated in the following currencies:

	Group		Company	
	30.6.2012	30.6.2011	30.6.2012	30.6.2011
	RMB'000	RMB'000	RMB'000	RMB'000
Chinese renminbi	9,703	20,244	2,089	7,107
Japanese yen	191	25	–	–
Singapore dollar	2,483	13,975	780	542
United States dollar	1,903	210	–	–
	<u>14,280</u>	<u>34,454</u>	<u>2,869</u>	<u>7,649</u>

20. Trade and other payables

	Group		Company	
	30.6.2012	30.6.2011	30.6.2012	30.6.2011
	RMB'000	RMB'000	RMB'000	RMB'000
Trade payables	8,745	3,340	–	–
Other payables	6,442	6,257	–	–
Advances from customers	–	411	–	–
Accrued expenses	4,488	2,826	1,094	1,378
Trade and other payables, representing total financial liabilities carried at amortised cost	<u>19,675</u>	<u>12,834</u>	<u>1,094</u>	<u>1,378</u>

Trade payables are non-interest bearing and are normally settled between 30 to 90 (2011: 30 to 90) days.

Other payables comprise mainly social insurances and value-added tax.

In the previous financial year, advances from customers were prepayments made by customers for purchases of products from the Group.

Notes to the Financial Statements

For the financial year ended 30 June 2012

20. Trade and other payables (Continued)

Trade and other payables are denominated in the following currencies:

	Group		Company	
	30.6.2012 RMB'000	30.6.2011 RMB'000	30.6.2012 RMB'000	30.6.2011 RMB'000
Chinese renminbi	18,581	11,456	–	–
Singapore dollar	1,094	1,378	1,094	1,378
	<u>19,675</u>	<u>12,834</u>	<u>1,094</u>	<u>1,378</u>

21. Deferred tax liability

	Group	
	30.6.2012 RMB'000	30.6.2011 RMB'000
Balance as at the beginning of the financial year/period	12,079	8,419
Transferred (to)/from profit or loss (Note 9)	(8,497)	3,660
Balance as at the end of the financial year/period	<u>3,582</u>	<u>12,079</u>

Deferred tax liability represents withholding tax on dividends to be distributed out of accumulated profits of the subsidiaries.

22. Share capital

	Group and Company	
	30.6.2012 RMB'000	30.6.2011 RMB'000
<i>Issued and fully-paid</i>		
406,595,175 ordinary shares at the beginning of financial year/period	135,176	135,176
Issuance of 4,340,000 ordinary shares under the Plan	3,516	–
410,935,175 (2011: 406,595,175) ordinary shares at the end of the financial year/period	<u>138,692</u>	<u>135,176</u>

The issued and paid up capital of S\$27,057,856 (2011: S\$26,333,076) is equivalent to approximately RMB138,692,000 (2011: RMB135,176,000).

The Company has one class of ordinary shares which carry no right to fixed income.

The holders of ordinary shares are entitled to receive dividends as and when declared by the Company. All ordinary shares have no par value and carry one vote per share without restriction.

During the financial year, the Company issued 4,340,000 ordinary shares at RMB0.83 per share, as partial satisfaction of the performance shares vested, as disclosed in Note 23 to the financial statements. The newly issued shares rank pari passu in all respects with the previously issued shares.

Notes to the Financial Statements

For the financial year ended 30 June 2012

23. Share-based payment reserve

This share-based payment reserve comprises the following:

- (i) ordinary shares transferred by Sanwang to a key management in accordance to the employment agreement with the Company; and
- (ii) equity-settled performance shares granted to eligible group employees and group executive directors. Awards of performance shares are granted conditional that certain prescribed performance targets are satisfied within a prescribed performance period. The performance period in which the performance targets are to be met is the period from 1 July 2011 to 30 June 2014. A specified number of performance shares shall be released to the participants over three years from the date of grant to 31 December 2014. The participants should be with the Group for at least 12 months as at the date of granting the performance shares to receive the performance shares. The entitlement will be forfeited if the participant leaves the Group during the vesting period.

The movement of the number of performance shares during the financial year was as follows:

The Group and the Company	Outstanding	Granted	Vested	Outstanding
	as			and unvested
	1.7.2011			as at
	('000)	('000)	('000)	30.6.2012
				('000)
The Plan				
29.12.2011	—	25,000	9,670	15,330

The fair value of the performance shares was measured at the weighted average quoted market price at the date the shares vest. The amount was recognised as share-based payment expenses in “administrative expenses” line item of profit or loss.

24. Statutory reserve

In accordance with the Foreign Enterprise Law applicable to the subsidiaries in PRC, the subsidiaries are required to make appropriation to a Statutory Reserve Fund (“SRF”). At least 10% of the statutory after tax profits as determined in accordance with the applicable PRC accounting standards and regulations must be allocated to the SRF until the cumulative total of the SRF reaches 50% of the subsidiaries’ registered capital. Subject to approval from the relevant PRC authorities, the SRF may be used to offset any accumulated losses or increase the registered capital of the subsidiaries. The SRF is not available for dividend distribution to shareholders.

	Group	
	30.6.2012	30.6.2011
	RMB'000	RMB'000
Balance as at the beginning of the financial year/period	31,385	24,045
Transferred from accumulated profits	16,603	7,340
Balance as at the end of the financial year/period	<u>47,988</u>	<u>31,385</u>

Notes to the Financial Statements

For the financial year ended 30 June 2012

25. Foreign currency translation (account)/reserve

The foreign currency translation (account)/reserve pertains to exchange differences arising from the translation of the financial statements of the Company, whose functional currency is Singapore dollar, to the Group's presentation currency of RMB and is non-distributable.

26. Commitments

26.1 Capital commitments

Capital expenditure contracted for at the end of the financial year/period but not recognised in the financial statements are as follows:

	Group		Company	
	30.6.2012 RMB'000	30.6.2011 RMB'000	30.6.2012 RMB'000	30.6.2011 RMB'000
Acquisition of property, plant and equipment	5,886	7,775	–	–
Purchase of synthetic logs	34,560	75,380	–	–
Committed registered capital in a subsidiary in PRC	–	–	–	19,515

26.2 Operating lease commitments

As at the end of the financial year/period, commitments in respect of unpaid non-cancellable operating leases are as follows:

	Group	
	30.6.2012 RMB'000	31.12.2011 RMB'000
Not later than one year	31	216
Later than one year but not later than five years	65	28
Later than five years	10,519	10,519
	<u>10,615</u>	<u>10,763</u>

The non-cancellable operating lease commitments relate to the following:

- Lease of farmland by the Group for a period of 3 to 20 (2011: 3 to 20) years. The Group leases farmland of approximately 5,220 mu (2011: 5,220 mu) and prepays a portion of the total lease payable as disclosed in Note 16 to the financial statements.
- Lease of office premises and warehouse by the Group for a period of 2 to 4 (2011: 2) years.
- Maintenance cost of the eucalyptus trees in plantation forest for a period of 3 (2011: 1 to 3) years which has been fully prepaid as disclosed in Note 16 to the financial statements.

Notes to the Financial Statements

For the financial year ended 30 June 2012

27. Significant related party transactions

A related party is defined as follows:

- (a) A person or a close member of that person's family is related to the Group and Company if that person:
- (i) Has control or joint control over the Company;
 - (ii) Has significant influence over the Company; or
 - (iii) Is a member of the key management personnel of the Group or Company or of a parent of the Company.
- (b) An entity is related to the Group and the Company if any of the following conditions applies:
- (i) The entity and the Company are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others).
 - (ii) One entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member).
 - (iii) Both entities are joint ventures of the same third party.
 - (iv) One entity is a joint venture of a third entity and the other entity is an associate of the third entity.
 - (v) The entity is a post-employment benefit plan for the benefit of employees of either the Company is itself such a plan, the sponsoring employers are also related to the Company.
 - (vi) The entity is controlled or jointly controlled by a person identified in (a);
 - (vii) A person identified in (a)(i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity).

In addition to the related party information disclosed elsewhere in the financial statements, the following are significant related party transactions during the financial year between the Group entities and the Company and its related parties at rates and terms agreed by and between the parties:

	Company	
	Year ended	Period from
	30.6.2012	1.1.2011 to
	RMB'000	30.6.2011
		RMB'000
Consultancy fee charged to a subsidiary	459	471
Loan made to a subsidiary	—	1,686
Settlement of liabilities on behalf by a subsidiary	—	233

Notes to the Financial Statements

For the financial year ended 30 June 2012

27. Significant related party transactions (Continued)

Compensation of key management personnel

The remuneration of Directors and other key management of the Group and of the Company during the financial year/period were as follows:

	Group		Company	
	Year ended 30.6.2012 RMB'000	Period from 1.1.2011 to 30.6.2011 RMB'000	Year ended 30.6.2012 RMB'000	Period from 1.1.2011 to 30.6.2011 RMB'000
Directors' fee	816	849	816	849
Short-term benefits	4,138	1,770	1,282	581
Post-employment benefits	225	85	66	22
Share-based payment expenses	5,894	–	–	–
	<u>11,073</u>	<u>2,704</u>	<u>2,164</u>	<u>1,452</u>

Analysed into:

Directors of the Company	4,348	2,095	1,313	1,085
Directors of the subsidiaries	1,078	102	–	–
Other key management personnel	5,647	507	851	367
	<u>11,073</u>	<u>2,704</u>	<u>2,164</u>	<u>1,452</u>

28. Segment information

Management has determined the operating segments based on the reports reviewed by the chief operating decision maker.

A segment is a distinguishable component of the Group that is engaged with either in providing products or services (business segment), or in providing products or services within a particular economic environment (geographical segment), which is subject to risks and rewards that are different from those of other segments.

Management monitors the operating results of the segments separately for the purposes of making decisions about resources to be allocated and of assessing performance. Segment performance is evaluated based on operation profit or loss which is similar to the accounting profit or loss.

Income taxes are managed by the management of respective entities within the Group.

The accounting policies of the operating segments are the same of those described in the summary of significant accounting policies. There is no asymmetrical allocation to reportable segments. Management evaluates performance on the basis of profit or loss from operation before tax expense.

Notes to the Financial Statements

For the financial year ended 30 June 2012

28. Segment information (Continued)

There is no change from the prior periods in the measurement methods used to determine reported segment profit or loss.

The Group has no inter-segment sales.

Segment results, assets and liabilities include items directly attributable to segments as well as those that can be allocated on a reasonable basis.

Segment assets consist primarily of property, plant and equipment, biological assets, land use rights, inventories, receivables, prepayments and cash and bank balances. Segment liabilities comprise operating liabilities and exclude deferred tax liability.

Segment capital expenditure is the total costs incurred during the financial year to acquire segment assets that are expected to be used for more than one financial year.

28.1 Business segments

The Group is organised into two main business segments namely:

(i) Self-cultivated edible fungi

The self-cultivated edible fungi segment comprises the shiitake mushroom and black fungus cultivated at the Group's cultivation bases.

(ii) Processed food products

The processed food products segment comprises processed vegetable products and dietary fibre food products (including konjac-based processed food products).

Notes to the Financial Statements

For the financial year ended 30 June 2012

28. Segment information (Continued)

28.1 Business segments (Continued)

The following is an analysis of the Group's revenue and results by reportable segments:

	Self-cultivated edible fungi RMB'000	Processed food products RMB'000	Corporate RMB'000	Total RMB'000
Group				
1.7.2011 to 30.6.2012				
Revenue				
Sales to external customers	392,156	161,175	–	553,331
Segment results	156,442	51,855	–	208,297
Interest income	72	119	4	195
Other income	4,188	149	2,210	6,547
Selling and distribution expenses	(2,995)	(5,806)	–	(8,801)
Administrative expenses	(8,135)	(18,652)	(5,010)	(31,797)
Other expenses	(6,535)	(327)	–	(6,862)
Loss from changes in fair value of biological assets	(28,240)	–	–	(28,240)
Profit/(Loss) before income tax	114,797	27,338	(2,796)	139,339
Income tax credit / (expense)	8,201	(8,063)	–	138
Profit/(Loss) after income tax	<u>122,998</u>	<u>19,275</u>	<u>(2,796)</u>	<u>139,477</u>
Other segment items				
Additions of biological assets	281,334	–	–	281,334
Capital expenditure				
- property, plant and equipment	11,290	10,828	–	22,118
- land use rights	37,515	–	–	37,515
Depreciation and amortisation	<u>204,670</u>	<u>2,028</u>	<u>6</u>	<u>206,704</u>
Segment assets	<u>483,734</u>	<u>85,289</u>	<u>2,910</u>	<u>571,933</u>
Segment liabilities	393	20,572	1,094	22,059
Deferred tax liability	<u>3,300</u>	<u>282</u>	<u>–</u>	<u>3,582</u>
Total liabilities	<u>3,693</u>	<u>20,854</u>	<u>1,094</u>	<u>25,641</u>

Notes to the Financial Statements

For the financial year ended 30 June 2012

28. Segment information (Continued)

28.1 Business segments (Continued)

	Self-cultivated edible fungi RMB'000	Processed food products RMB'000	Corporate RMB'000	Total RMB'000
Group				
1.1.2011 to 30.6.2011				
Revenue				
Sales to external customers	144,775	71,563	–	216,338
Segment results	69,975	20,214	–	90,189
Interest income	23	24	16	63
Other income	–	310	–	310
Gain from changes in fair value of biological assets	5,020	–	–	5,020
Selling and distribution expenses	(139)	(2,330)	–	(2,469)
Administrative expenses	(3,219)	(6,233)	(3,941)	(13,393)
Other expenses	(1,853)	(8)	(1,719)	(3,580)
Profit/(Loss) before income tax	69,807	11,977	(5,644)	76,140
Income tax expense	(3,490)	(3,088)	–	(6,578)
Profit/(Loss) after income tax	66,317	8,889	(5,644)	69,562
Other segment items				
Additions of biological assets	5,270	–	–	5,270
Capital expenditure				
- property, plant and equipment	942	906	14	1,862
- land use rights	–	–	–	–
Depreciation and amortisation	64,106	959	2	65,067
Segment assets	340,283	79,983	7,730	427,996
Segment liabilities	287	12,993	1,378	14,658
Deferred tax liability	11,501	578	–	12,079
Total liabilities	11,788	13,571	1,378	26,737

Notes to the Financial Statements

For the financial year ended 30 June 2012

28. Segment information (Continued)

28.2 Geographical information

The Group's business segments operate in three main geographical areas. Sales revenue is based on the country in which goods are delivered and services are provided. Non-current assets consisting of property, plant and equipment, biological assets, land use rights and prepayments are shown by the geographical area in which the assets are located.

	Group	
	Year ended 30.6.2012	Period from 1.1.2011 to 30.6.2011
	RMB'000	RMB'000
Sales to external customers		
China	448,905	172,206
Japan	104,426	44,132
	553,331	216,338
	553,331	216,338
Non-current assets		
China	356,530	237,508
Singapore	7	13
	356,537	237,521
	356,537	237,521

28.3 Major customer

In the current financial year, there is no single third party customer which contributed to 10% or more of the Group's revenue.

During the financial period from 1 January 2011 to 30 June 2011, the Group's revenue of RMB24,329,000 representing 11.2% of the Group's revenue is derived from processed food products transactions with a single third party customer.

29. Financial instruments and financial risks

The Group's activities expose it to credit risks, market risks (including foreign currency risks) and liquidity risks. The Group's overall risk management strategy seeks to minimise adverse effects from the volatility of financial markets on the Group's financial performance.

The Board of Directors is responsible for setting the objectives and underlying principles of financial risk management for the Group. The management then establishes the detailed policies such as authority levels, oversight responsibilities, risk identification and measurement, exposure limits and hedging strategies, in accordance with the objectives and underlying principles approved by the Board of Directors.

There have been no changes to the Group's exposure to these financial risks or the manner in which it manages and measures the risk. Market risk exposures are measured using sensitivity analysis indicated below.

Notes to the Financial Statements

For the financial year ended 30 June 2012

29. Financial instruments and financial risks (Continued)

29.1 Credit risks

Credit risks refer to the risk that the counterparty will default on its contractual obligations resulting in a loss to the Group. The Group has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral where appropriate, as a means of mitigating the risk of financial loss from defaults. The Group performs ongoing credit evaluation of its counterparties' financial condition.

The Group trades only with recognised and creditworthy third parties. It is the Group's policy that all customers who wish to trade on credit terms are subject to credit verification procedures. In addition, receivable balances are monitored on an ongoing basis with the result that the Group's exposure to bad debts is not significant.

The Group does not have any significant credit exposure to any single counterparty or any group of counterparties having similar characteristics except for two (2011: two) trade receivables from third parties of the Group amounting to approximately 32.8% (2011: 11.5%) of total trade receivables as at the end of the financial year.

As the Group does not hold any collateral, at the respective end of financial year/period, the Group's maximum exposure to credit risk is represented by the carrying amount of each class of financial assets recognised on the statements of financial position.

Trade and other receivables that are neither past due nor impaired are substantially companies with good collection track record with the Group. As at 30 June 2012, there are no trade receivables that are past due.

As at 30 June 2012, substantially all the bank balances as detailed in Note 19 to the financial statements, are held in major financial institutions which are regulated and located in Singapore and PRC, which the management believes are of high credit quality. The management does not expect any losses arising from non-performance by these counterparties.

29.2 Market risks

Foreign currency risk

Currency risk arises from transactions denominated in currencies other than the respective functional currencies of the Group entities. The currencies that give rise to this risk are primarily Japanese yen, Singapore dollar and the United States dollar.

The Company and its subsidiaries maintain their respective books and accounts in their functional currencies. As a result, the Group is subject to transaction and translation exposures resulting from currency exchange rate fluctuations. However, to minimise such foreign currency exposures, the Group uses natural hedges between sales receipts and purchases, and operating expenses disbursement. It is, and has been throughout the current and previous financial year/period the Group's policy that no derivatives shall be undertaken except for the use as hedging instruments where appropriate and cost-efficient. The Group does not apply hedge accounting.

Notes to the Financial Statements

For the financial year ended 30 June 2012

29. Financial instruments and financial risks (Continued)

29.2 Market risks (Continued)

Foreign currency risk (Continued)

At the end of the financial year/period, the carrying amount of monetary assets denominated in currencies other than the functional currencies of the entities within the Group is as follows:

	Group	
	Monetary assets	
	30.6.2012	30.6.2011
	RMB'000	RMB'000
Japanese yen	3,546	2,579
Singapore dollar	1,703	13,501
United States dollar	6,808	3,116
	<u>6,808</u>	<u>3,116</u>

Foreign currency sensitivity analysis

The Group is mainly exposed to Japanese yen ("JPY"), Singapore dollar ("SGD") and United States dollar ("USD").

The following table details the sensitivity of a 10% change in the relevant foreign currencies against the functional currency of the entities within the Group. The sensitivity analysis assumes an instantaneous 10% change in the foreign currency exchange rates from the end of the financial year/period, with all variables held constant. The results of the model are also constrained by the fact of only monetary items, which are denominated in JPY, SGD and USD are included in the analysis.

	Group	
	Effect on profit or loss	
	before income tax	
	30.6.2012	30.6.2011
	RMB'000	RMB'000
JPY against RMB		
- strengthen	355	258
- weaken	(355)	(258)
	<u>355</u>	<u>258</u>
SGD against RMB		
- strengthen	170	1,350
- weaken	(170)	(1,350)
	<u>170</u>	<u>1,350</u>
USD against RMB		
- strengthen	681	312
- weaken	(681)	(312)
	<u>681</u>	<u>312</u>

Notes to the Financial Statements

For the financial year ended 30 June 2012

29. Financial instruments and financial risks (Continued)

29.2 Market risks (Continued)

Interest rate risk

Interest rate risk is the risk (variability in value) borne by an interest-bearing asset, such as deposits in banks, due to variability of interest rates.

The Group's exposure to changes in interest rates relates primarily to deposits in banks.

The impact of the Group's exposure to changes in interest rate is not expected to be material.

29.3 Liquidity risks

Liquidity risks refer to the risks in which the Group encounters difficulties in meeting its short-term obligations. Liquidity risks are managed by matching the payment and receipt cycle.

The Group activity manages its operating cash flows so as to finance the Group's operations. As part of overall prudent liquidity management, the Group maintains sufficient level of cash to meet working capital requirements.

All financial assets and financial liabilities disclosed in the statements of financial position are non-interest bearing and repayable within 12 months from the end of the financial year/period except for cash and bank balances with effective interest ranging from 0.4% to 0.5% (2011: 0.4% to 0.5%) per annum.

30 Fair values of financial assets and financial liabilities

The carrying amount of the financial assets and financial liabilities approximate their respective fair values due to the relative short-term maturity of these financial instruments.

31. Capital management policies and objectives

The Group manages its capital to ensure that entities in the Group will be able to continue as a going concern and maintains an optimal capital structure so as to maximise shareholders' value.

The capital structure of the Group comprises only share capital, reserves and accumulated profits as disclosed in the statements of financial position as at respective financial year/period end.

As disclosed in Note 24, the subsidiaries are required by relevant laws and regulations of the PRC to contribute to and maintain a non-distributable PRC statutory reserve fund whose utilisation is subject to approval by the relevant PRC authorities.

This externally imposed capital requirement has been complied with by the subsidiaries for the financial year ended 30 June 2012 and financial period ended 30 June 2011.

The Group manages its capital structure by making necessary adjustments to it in response to the changes in economic conditions.

Notes to the Financial Statements

For the financial year ended 30 June 2012

31. Capital management policies and objectives (Continued)

The Group's management reviews the capital structure on a regular basis. As a part of this review, management considers the cost of capital and the risks associated with each class of capital. The Group manages capital by regularly monitoring its current and expected liquidity requirements. Except as mentioned above and the conversion of RMB into foreign currencies which is subject to the rules and regulations of the foreign exchange control promulgated by the PRC government, the Group is not subject to either internally or externally imposed capital requirements.

32. Comparative figures

The figures for the current financial year presented in the financial statements are for the financial year from 1 July 2011 to 30 June 2012. The comparative figures presented are for the financial period from 1 January 2011 to 30 June 2011.

Certain reclassifications have been made to comparative information to better reflect the nature of accounts, consistent with current financial year's presentation. The following reclassifications do not have any impact on the Group's financial position or results:

	Previously reported Period from 1.1.2011 to 30.6.2011 RMB'000	After reclassification Period from 1.1.2011 to 30.6.2011 RMB'000
Group		
Consolidated statement of comprehensive income		
Interest income	–	63
Other income	373	310

No statement of financial position as at 1 January 2011 has been presented as the reclassification of the consolidated statement of comprehensive income does not have any impact on the statements of financial position as at 1 January 2011.

Statistics of Shareholdings

As at 17 September 2012

Total Number of Shares	:	410,935,175
Class of Shares	:	Ordinary Shares
Voting Rights	:	One vote per ordinary share (excluding treasury shares)
Treasury Shares	:	Nil

ANALYSIS OF SHAREHOLDINGS

Size of Shareholding	Number of Shareholders	%	Number of Shares	%
1 - 999	2	0.14	917	0.00
1,000 - 10,000	470	31.86	3,061,000	0.74
10,001 - 1,000,000	988	66.98	71,784,235	17.47
1,000,001 and above	15	1.02	336,089,023	81.79
	<u>1,475</u>	<u>100.00</u>	<u>410,935,175</u>	<u>100.00</u>

SUBSTANTIAL SHAREHOLDERS

(As recorded in the Register of Substantial Shareholders)

	Direct Interest	%	Deemed Interest	%
Sanwang International Holdings Limited	244,844,023	59.58	–	–
Chen Qiu hai ⁽¹⁾	–	–	244,844,023	59.58

The percentage of shareholding above is computed based on the total issued shares of 410,935,175 excluding treasury shares.

Note:

- Sanwang International Holdings Limited ("Sanwang") is a company incorporated in British Virgin Islands and wholly-owned by Mr Chen Qiu hai, the Executive Chairman and Chief Executive Officer of the Company. Accordingly, Mr Chen Qiu hai is deemed to be interested in the shares held by Sanwang by virtue of Section 4 of the Securities and Futures Act.

Statistics of Shareholdings

As at 17 September 2012

TWENTY LARGEST SHAREHOLDERS

No.	Name of Shareholders	Number of Shares	%
1.	SANWANG INTERNATIONAL HOLDINGS LIMITED	244,844,023	59.58
2.	YOU JINYANG	20,135,000	4.90
3.	LOKE LIM THAY	20,135,000	4.90
4.	FORTUNE TECHNOLOGY FUND LTD	10,000,000	2.43
5.	CHIA KEE KOON	8,902,000	2.17
6.	HONG LEONG FINANCE NOMINEES PL	7,175,000	1.75
7.	UOB KAY HIAN PTE LTD	6,213,000	1.51
8.	OCBC SECURITIES PRIVATE LTD	4,376,000	1.06
9.	UNITED OVERSEAS BANK NOMINEES	2,808,000	0.68
10.	PHILLIP SECURITIES PTE LTD	2,737,000	0.67
11.	LEE SUI HEE	2,653,000	0.65
12.	DBS VICKERS SECS (S) PTE LTD	1,984,000	0.48
13.	MAYBANK KIM ENG SECS PTE LTD	1,655,000	0.40
14.	OH CHER KIAT	1,300,000	0.32
15.	CIMB SEC (S'PORE) PTE LTD	1,172,000	0.29
16.	LIM YONG LUY	1,000,000	0.24
17.	CITIBANK NOMS S'PORE PTE LTD	945,000	0.23
18.	OCBC NOMINEES SINGAPORE	901,000	0.22
19.	YAP AH LENG	840,000	0.20
20.	DBS NOMINEES PTE LTD	838,000	0.20
		340,613,023	82.88

PERCENTAGE OF SHAREHOLDING IN PUBLIC'S HANDS

40.22% of the Company's shares are held in the hands of public. Accordingly, the Company has complied with Rule 723 of the Listing Manual of the Singapore Exchange Securities Trading Limited.

Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN that the Annual General Meeting of Yamada Green Resources Limited (the “Company”) will be held at Conference Room, 6 Battery Road, #10-01, Singapore 049909, on Monday, 29 October 2012 at 9.30 a.m. for the following purposes:

AS ORDINARY BUSINESS

1. To receive and adopt the Directors’ Report and the Audited Accounts of the Company for the financial year ended 30 June 2012 together with the Auditors’ Report thereon. **(Resolution 1)**

2. To re-elect the following Directors of the Company retiring pursuant to Article 91 of the Articles of Association of the Company:

Mr Chen Qiu hai **(Resolution 2)**
Mr Chang Feng-chang **(Resolution 3)**
[See Explanatory Note (i)]

3. To approve the payment of Directors’ fees of S\$160,000 for the financial year ending 30 June 2013 to be paid half yearly in arrears (FY2012: S\$160,000). **(Resolution 4)**

4. To re-appoint Messrs BDO LLP as the Auditors of the Company and to authorise the Directors of the Company to fix their remuneration. **(Resolution 5)**

5. To transact any other ordinary business which may properly be transacted at the Annual General Meeting.

AS SPECIAL BUSINESS

To consider and if thought fit, to pass the following resolutions as Ordinary Resolutions, with or without any modifications:

6. **Authority to issue shares in the capital of the Company pursuant to Section 161 of the Companies Act, Cap. 50 and Rule 806 of the Listing Manual of the Singapore Exchange Securities Trading Limited**

That pursuant to Section 161 of the Companies Act, Cap. 50 and Rule 806 of the Listing Manual of the Singapore Exchange Securities Trading Limited (“SGX-ST”), the Directors of the Company be authorised and empowered to:

- (a) (i) issue shares in the Company (“shares”) whether by way of rights, bonus or otherwise; and/or

- (ii) make or grant offers, agreements or options (collectively, “Instruments”) that might or would require shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) options, warrants, debentures or other instruments convertible into shares,

at any time and upon such terms and conditions and for such purposes and to such persons as the Directors of the Company may in their absolute discretion deem fit; and

Notice of Annual General Meeting

- (b) (notwithstanding the authority conferred by this Resolution may have ceased to be in force) issue shares in pursuant to any Instrument made or granted by the Directors of the Company while this Resolution was in force,

(the “Share Issue Mandate”)

provided that:

- (1) the aggregate number of shares (including shares to be issued in pursuant to the Instruments, made or granted pursuant to this Resolution) and Instruments to be issued pursuant to this Resolution shall not exceed fifty per centum (50%) of the total number of issued shares (excluding treasury shares) in the capital of the Company (as calculated in accordance with sub-paragraph (2) below), of which the aggregate number of shares and Instruments to be issued other than on a *pro rata* basis to existing shareholders of the Company shall not exceed twenty per centum (20%) of the total number of issued shares (excluding treasury shares) in the capital of the Company (as calculated in accordance with sub-paragraph (2) below);
- (2) (subject to such calculation as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of shares and Instruments that may be issued under sub-paragraph (1) above, the total number of issued shares and Instruments shall be based on the total number of issued shares (excluding treasury shares) in the capital of the Company at the time of the passing of this Resolution, after adjusting for:
 - (a) new shares arising from the conversion or exercise of the Instruments or any convertible securities;
 - (b) new shares arising from exercising share options or vesting of share awards outstanding or subsisting at the time of the passing of this Resolution; and
 - (c) any subsequent bonus issue, consolidation or subdivision of shares;
- (3) in exercising the Share Issue Mandate conferred by this Resolution, the Company shall comply with the provisions of the Listing Manual of the SGX-ST for the time being in force (unless such compliance has been waived by the SGX-ST) and the Articles of Association of the Company; and
- (4) unless revoked or varied by the Company in a general meeting, the Share Issue Mandate shall continue in force (i) until the conclusion of the next Annual General Meeting of the Company or the date by which the next Annual General Meeting of the Company is required by law to be held, whichever is earlier or (ii) in the case of shares to be issued in pursuance of the Instruments, made or granted pursuant to this Resolution, until the issuance of such shares in accordance with the terms of the Instruments. **(Resolution 6)**

[See Explanatory Note (ii)]

Notice of Annual General Meeting

7. Authority to issue shares under the Yamada Green Resources Share Option Scheme

That pursuant to Section 161 of the Companies Act, Cap. 50, the Directors of the Company be authorised and empowered to offer and grant options under the Yamada Green Resources Share Option Scheme (the “Scheme”) and to issue from time to time such number of shares in the capital of the Company as may be required to be issued pursuant to the exercise of share options granted by the Company under the Scheme, whether granted during the subsistence of this authority or otherwise, provided always that the aggregate number of additional ordinary shares to be issued and/or issuable pursuant to the Scheme and all shares awarded under the Yamada Green Resources Performance Share Plan shall not exceed fifteen per centum (15%) of the total number of issued shares (excluding treasury shares) in the capital of the Company from time to time and that such authority shall, unless revoked or varied by the Company in a general meeting, continue in force until the conclusion of the next Annual General Meeting of the Company or the date by which the next Annual General Meeting of the Company is required by law to be held, whichever is earlier.

(Resolution 7)

[See Explanatory Note (iii)]

8. Authority to issue shares under the Yamada Green Resources Performance Share Plan

That pursuant to Section 161 of the Companies Act, Cap. 50, the Directors of the Company be authorised and empowered to offer and grant share awards under the Yamada Green Resources Performance Share Plan (the “Plan”) and to issue from time to time such number of shares in the capital of the Company as may be required to be issued pursuant to the vesting of share awards under the Plan, whether granted during the subsistence of this authority or otherwise, provided always that the aggregate number of additional ordinary shares to be issued pursuant to the Plan and ordinary shares to be issued and/or issuable in respect of all options granted under the Scheme shall not exceed fifteen per centum (15%) of the total number of issued shares (excluding treasury shares) in the capital of the Company from time to time and that such authority shall, unless revoked or varied by the Company in a general meeting, continue in force until the conclusion of the next Annual General Meeting of the Company or the date by which the next Annual General Meeting of the Company is required by law to be held, whichever is earlier.

(Resolution 8)

[See Explanatory Note (iv)]

By Order of the Board

Wong Chee Meng Lawrence
Company Secretary

Singapore
12 October 2012

Notice of Annual General Meeting

Explanatory Notes:

- (i) Mr Chang Feng-chang will, upon re-election as a Director of the Company, remain as a member of the Audit Committee, Remuneration Committee and Nominating Committee respectively and will be considered non-independent.
- (ii) Resolution 6 above, if passed, will empower the Directors of the Company from the date of this AGM until the date of the next AGM of the Company, or the date by which the next AGM of the Company is required by law to be held or such authority is varied or revoked by the Company in a general meeting, whichever is the earlier, to issue shares, make or grant instruments convertible into shares and to issue shares pursuant to such instruments, up to a number not exceeding, in total, fifty per centum (50%) of the total number of issued shares (excluding treasury shares) in the capital of the Company, of which up to twenty per centum (20%) may be issued other than on a *pro rata* basis to existing shareholders of the Company.

For determining the aggregate number of shares that may be issued, the percentage of issued shares in the capital of the Company will be calculated based on the total number of issued shares (excluding treasury shares) in the capital of the Company at the time this Resolution is passed after adjusting for new shares arising from the conversion or exercise of the Instruments or any convertible securities, the exercise of share options or the vesting of share awards outstanding or subsisting at the time when this Resolution is passed and any subsequent consolidation or subdivision of shares.

- (iii) Resolution 7 above, if passed, will empower the Directors of the Company, from the date of this AGM until the next AGM of the Company, or the date by which the next AGM of the Company is required by law to be held or such authority is varied or revoked by the Company in a general meeting, whichever is the earlier, to issue shares in the Company pursuant to the exercise of share options granted or to be granted under the Scheme provided that the aggregate additional shares to be issued and/or issuable pursuant to the Scheme and all shares awarded under the Plan do not exceeding in total (for the entire duration of the Scheme) fifteen per centum (15%) of the total number of issued shares (excluding treasury shares) in the capital of the Company from time to time.
- (iv) Resolution 8 above, if passed, will empower the Directors of the Company, from the date of this AGM until the next AGM of the Company, or the date by which the next AGM of the Company is required by law to be held or such authority is varied or revoked by the Company in a general meeting, whichever is the earlier, to issue shares in the Company pursuant to the vesting of share awards under the Plan provided that the aggregate additional shares to be issued pursuant to the Plan and ordinary shares to be issued and/or issuable in respect of all options granted under the Scheme do not exceeding in total (for the entire duration of the Plan) fifteen per centum (15%) of the total number of issued shares (excluding treasury shares) in the capital of the Company from time to time.

Notes:

1. A Member entitled to attend and vote at the Annual General Meeting (the "Meeting") is entitled to appoint a proxy to attend and vote in his/her stead. A proxy need not be a Member of the Company.
2. The instrument appointing a proxy must be deposited at the Registered Office of the Company at 6 Battery Road, #10-01, Singapore 049909 not less than forty-eight (48) hours before the time appointed for holding the Meeting or any postponement or adjournment thereof.

YAMADA GREEN RESOURCES LIMITED

(Company Registration No. 201002962E)
(Incorporated in the Republic of Singapore)

IMPORTANT:

1. For investors who have used their CPF monies to buy Yamada Green Resources Limited's shares, this Report is forwarded to them at the request of the CPF Approved Nominees and is sent solely FOR INFORMATION ONLY.
2. This Proxy Form is not valid for use by CPF investors and shall be ineffective for all intents and purposes if used or purported to be used by them.
3. CPF investors who wish to attend the Meeting as an observer must submit their requests through their CPF Approved Nominees within the time frame specified. If they also wish to vote, they must submit their voting instructions to the CPF Approved Nominees within the time frame specified to enable them to vote on their behalf.

PROXY FORM

(Please see notes overleaf before completing this Form)

I/We, _____

of _____

being a member/members of **Yamada Green Resources Limited** (the "Company"), hereby appoint:

Name	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			

and/or (delete as appropriate)

Name	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			

or failing the person, or either or both of the persons, referred to above, the Chairman of the Meeting as my/our proxy/proxies to vote for me/us on my/our behalf at the Annual General Meeting (the "Meeting") of the Company to be held at Conference Room, 6 Battery Road, #10-01, Singapore 049909, on Monday, 29 October 2012 at 9.30 a.m. and at any adjournment thereof. I/We direct my/our proxy/proxies to vote for or against the Resolutions proposed at the Meeting as indicated hereunder. If no specific direction as to voting is given or in the event of any other matter arising at the Meeting and at any adjournment thereof, the proxy/proxies will vote or abstain from voting at his/her discretion. The authority herein includes the right to demand or to join in demanding a poll and to vote on a poll.

(Please indicate your vote "For" or "Against" with a tick [✓] within the box provided.)

No.	Resolutions relating to:	For	Against
Ordinary Business			
1	Directors' Report and Audited Accounts for the financial year ended 30 June 2012		
2	Re-election of Mr Chen Qiu Hai as Director		
3	Re-election of Mr Chang Feng-chang as Director		
4	Approval of Directors' Fees amounting to S\$160,000 for the financial year ending 30 June 2013 to be paid half yearly in arrears		
5	Re-appointment of Messrs BDO LLP as Auditors		
Special Business			
6	Authority to issue shares		
7	Authority to issue shares under the Yamada Green Resources Share Option Scheme		
8	Authority to issue shares under the Yamada Green Resources Performance Share Plan		

Dated this _____ day of _____ 2012

Total number of Shares in:	No. of Shares
(a) CDP Register	
(b) Register of Members	

Signature of Shareholder(s)
or, Common Seal of Corporate Shareholder

IMPORTANT: PLEASE READ NOTES OVERLEAF



Notes:

1. Please insert the total number of Shares held by you. If you have Shares entered against your name in the Depository Register (as defined in Section 130A of the Companies Act, Chapter 50 of Singapore), you should insert that number of Shares. If you have Shares registered in your name in the Register of Members, you should insert that number of Shares. If you have Shares entered against your name in the Depository Register and Shares registered in your name in the Register of Members, you should insert the aggregate number of Shares entered against your name in the Depository Register and registered in your name in the Register of Members. If no number is inserted, the instrument appointing a proxy or proxies shall be deemed to relate to all the Shares held by you.
2. A member of the Company entitled to attend and vote at a meeting of the Company is entitled to appoint one or two proxies to attend and vote in his/her stead. A proxy need not be a member of the Company.
3. Where a member appoints more than one proxy, he/she shall specify the proportion of his/her shareholding to be represented by each proxy. If no such proportion or number is specified the appointments shall be invalid unless he/she specifies the proportion of his/her shareholding (expressed as a percentage of the whole) to be represented by each proxy.
4. Completion and return of this instrument appointing a proxy shall not preclude a member from attending and voting at the Meeting. Any appointment of a proxy or proxies shall be deemed to be revoked if a member attends the meeting in person, and in such event, the Company reserves the right to refuse to admit any person or persons appointed under the instrument of proxy to the Meeting.
5. The instrument appointing a proxy or proxies must be deposited at the registered office of the Company at 6 Battery Road, #10-01, Singapore 049909 not less than forty-eight (48) hours before the time appointed for the Meeting.
6. The instrument appointing a proxy or proxies must be under the hand of the appointor or of his/her attorney duly authorised in writing. Where the instrument appointing a proxy or proxies is executed by a corporation, it must be executed either under its seal or under the hand of an officer or attorney duly authorised. Where the instrument appointing a proxy or proxies is executed by an attorney on behalf of the appointor, the letter or power of attorney or a duly certified copy thereof must be lodged with the instrument.
7. A corporation which is a member may authorise by resolution of its directors or other governing body such person as it thinks fit to act as its representative at the Meeting, in accordance with Section 179 of the Companies Act, Chapter 50 of Singapore.

General:

The Company shall be entitled to reject the instrument appointing a proxy or proxies if it is incomplete, improperly completed or illegible, or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument appointing a proxy or proxies. In addition, in the case of Shares entered in the Depository Register, the Company may reject any instrument appointing a proxy or proxies lodged if the member, being the appointor, is not shown to have Shares entered against his/her name in the Depository Register as at forty-eight (48) hours before the time appointed for holding the Meeting, as certified by The Central Depository (Pte) Limited to the Company.

Corporate Information

BOARD OF DIRECTORS

Chen Qiu Hai (Executive Chairman and CEO)
Chen Qisheng (Executive Director)
Chang Feng-chang (Non-Executive Director)
Soh Beng Keng (Lead Independent Director)
Sim Yong Chan (Independent Director)

AUDIT COMMITTEE

Soh Beng Keng (Chairman)
Sim Yong Chan
Chang Feng-chang

NOMINATING COMMITTEE

Sim Yong Chan (Chairman)
Soh Beng Keng
Chang Feng-chang

REMUNERATION COMMITTEE

Sim Yong Chan (Chairman)
Soh Beng Keng
Chang Feng-chang

COMPANY SECRETARY

Wong Chee Meng Lawrence, LL.B. (Hons)

REGISTERED OFFICE

6 Battery Road
#10-01
Singapore 049909
Tel: (65) 6381 6966
Fax: (65) 6381 6967

SHARE REGISTRAR

Tricor Barbinder Share Registration Services
(A division of Tricor Singapore Pte. Ltd.)
80 Robinson Road #02-00
Singapore 068898
Tel: (65) 6236 3333
Fax: (65) 6236 4399

AUDITOR

BDO LLP
Public Accountants and Certified Public Accountants
21 Merchant Road #05-01
Royal Merukh S.E.A. Building
Singapore 058267

Partner-in-charge: William Ng Wee Liang
(Appointed since the financial year ended 31 December 2010)

PRINCIPAL PLACE OF BUSINESS

Houyu Food Industry Zone, Jingxi Town,
Minhou County,
Fuzhou City, Fujian Province
PRC 350101
Tel: (86) 591 2262 6262
Fax: (86) 591 2262 6269
Website: www.yamada-green.com

PRINCIPAL BANKERS

Bank of China Limited, Fujian Branch
136 Wusi North Road, BOC Building
Fuzhou City, Fujian Province
PRC 350001

China Everbright Bank, Fuzhou Tongpan Branch
First Floor, 3 Rongqiao Huayuan
60 West Ring North Road, Xifeng Street
Fuzhou City, Fujian Province
PRC 350001

Pucheng Agricultural Credit Union
235 Xingpu Road, Pucheng County
Nanping City, Fujian Province
PRC 353400

Zhangping Rural Credit Co-operatives, Xinan Branch
Nanzhou Road, Xinan Town
Zhangping City, Fujian Province
PRC 364408

Bank of China Limited, Singapore Branch
4 Battery Road
Bank of China Building
Singapore 049908

Oversea-Chinese Banking Corporation Limited
65 Chulia Street
#26-00 OCBC Centre
Singapore 049513

United Overseas Bank Limited
80 Raffles Place
UOB Plaza
Singapore 048624



YAMADA GREEN RESOURCES LIMITED

Company Registration No. 201002962E

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