

**PART 1 - INFORMATION REQUIRED FOR ANNOUNCEMENTS OF QUARTERLY (Q1, Q2 & Q3),
HALF-YEAR AND FULL YEAR RESULTS****1(ai) An income statement (for the group) together with a comparative statement for the corresponding period of the immediately preceding financial year.**

The Board of Directors of F J Benjamin Holdings Ltd wishes to announce the unaudited results of the Group for the first quarter ended 30 September 2012 (1Q13).

	-----GROUP-----		
	1Q13 \$'000	1Q12 \$'000	%
Turnover	94,294	95,962	(2)
Cost of goods sold	(53,339)	(54,839)	(3)
Gross Profit	40,955	41,123	-
Other income	1,636	1,449	13
Staff costs	(11,998)	(11,504)	4
Rental of premises	(12,766)	(11,045)	16
Advertising and promotion	(4,521)	(4,731)	(4)
Depreciation of property, furniture, fixtures and equipment	(1,743)	(1,492)	17
Depreciation of investment properties	(30)	(31)	(3)
Other operating expenses	(8,105)	(7,489)	8
OPERATING PROFIT	3,428	6,280	(45)
Interest income	167	4	n.m.
Interest expenses	(606)	(416)	46
	2,989	5,868	(49)
Foreign exchange gain / (loss)	451	(884)	n.m.
Share of results of associates / joint venture, net of tax	371	464	(20)
PROFIT BEFORE TAXATION	3,811	5,448	(30)
Taxation	(1,505)	(1,769)	(15)
NET PROFIT FOR THE FINANCIAL PERIOD	2,306	3,679	(37)
Profit attributable to:			
Owners of the parent	2,319	3,814	
Non-controlling interests	(13)	(135)	
	2,306	3,679	

OPERATING PROFIT IS STATED AFTER CHARGING/(CREDITING):-

Loss on disposal of furniture, fixtures and equipment	3	40
Reversal of allowance for bad and doubtful debts	(76)	-
Allowance for stocks obsolescence and stocks written off	1,244	1,326
Reversal of impairment on fixed assets	-	(61)
Reversal of allowance for stocks obsolescence	(720)	(454)

nm - not meaningful

1(aii) CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

Profit for the period

Other comprehensive income

Net translation differences relating to translation of financial statement and monetary items of investment of foreign subsidiaries

Total comprehensive income for the period

Total comprehensive income attributable to:

Equity holders of the Company

Non-controlling interests

GROUP		
1Q13	1Q12	Change
\$'000	\$'000	%
2,306	3,679	(37)
(1,919)	1,957	nm
387	5,636	nm

380	5,776	nm
7	(140)	100
387	5,636	nm

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

	-----GROUP-----		-----COMPANY-----	
	30-Sep-12 \$'000	30-Jun-12 \$'000	30-Sep-12 \$'000	30-Jun-12 \$'000
NON-CURRENT ASSETS				
Property, furniture, fixtures and equipment	23,399	26,598	1,225	1,425
Investment properties	4,984	5,151	-	-
Goodwill	559	559	-	-
Subsidiaries	-	-	97,754	117,114
Investment in associates / joint venture	12,687	12,163	-	-
Loan to joint venture partner	16,500	16,500	-	-
Other investments	88	88	88	88
Other receivables	260	260	-	-
Deferred tax assets	601	601	-	-
	<u>59,078</u>	<u>61,920</u>	<u>99,067</u>	<u>118,627</u>
CURRENT ASSETS				
Non - current asset held for sale (Note)	2,156	-	-	-
Inventories	109,718	110,445	-	-
External trade debtors	21,287	17,691	-	-
Trade debts due from related companies	38,866	41,174	-	-
Tax recoverable	2,351	2,164	-	-
Other debtors	24,460	23,763	63,085	140,837
Cash on hand and at banks	17,160	14,703	7,789	4,383
	<u>215,998</u>	<u>209,940</u>	<u>70,874</u>	<u>145,220</u>
CURRENT LIABILITIES				
Trade and other creditors	58,442	64,754	4,092	96,755
Finance lease creditors	269	285	122	122
Bank borrowings	68,735	59,374	-	-
Provision for taxation	3,929	3,585	547	517
	<u>131,375</u>	<u>127,998</u>	<u>4,761</u>	<u>97,394</u>
NET CURRENT ASSETS	84,623	81,942	66,113	47,826
NON-CURRENT LIABILITIES				
Finance lease creditors	623	652	620	649
Bank borrowings	6,000	6,500	-	-
Other liabilities	2,591	2,593	-	-
Deferred tax liabilities	493	510	-	-
	<u>9,707</u>	<u>10,255</u>	<u>620</u>	<u>649</u>
NET ASSETS	133,994	133,607	164,560	165,804
EQUITY ATTRIBUTABLE TO EQUITY HOLDERS OF THE COMPANY				
Share capital	165,447	165,447	165,447	165,447
Exchange translation reserve	(23,807)	(21,868)	-	-
Accumulated losses / profit	(7,309)	(9,628)	(887)	357
	<u>134,331</u>	<u>133,951</u>	<u>164,560</u>	<u>165,804</u>
Non-controlling interests	(461)	(468)	-	-
Preference shares issued by a subsidiary	124	124	-	-
	<u>133,994</u>	<u>133,607</u>	<u>164,560</u>	<u>165,804</u>

Note: The Company's Hong Kong subsidiary has entered into a negotiation to sell one unit of its properties in October 2012 and a preliminary sales and purchase agreement has been entered into on 8th October 2012. This asset has been reclassified to current asset accordingly.

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

	-----GROUP-----	
	30-Sep-12	30-Jun-12
	\$'000	\$'000
Amount repayable in one year or less, or on demand - unsecured	69,004	59,659
Amount repayable after one year - unsecured	6,623	7,152
Total borrowings	<u>75,627</u>	<u>66,811</u>
Cash on hand and at banks (including fixed deposits)	(17,160)	(14,703)
Net borrowings	<u><u>58,467</u></u>	<u><u>52,108</u></u>

1(c) A cash flow statement (for the group), together with a comparative statement for the corresponding period of the immediately preceding financial year.**Loan to joint venture partners**

	-----GROUP-----	
	1Q13	1Q12
	\$'000	\$'000
CASH FLOW FROM OPERATING ACTIVITIES:		
Profit before taxation	3,811	5,448
Adjustments for:		
Depreciation of property, furniture, fixtures and equipment	1,743	1,492
Depreciation of investment properties	30	31
Share of results of associates / joint venture, net of tax	(371)	(464)
Currency realignment	(1,315)	1,602
Loss on disposal of furniture, fixtures and equipment	3	40
Reversal of allowance for doubtful debts and bad debts written off	(76)	-
Reversal of impairment on fixed assets	-	(61)
Interest income	(167)	(4)
Interest expense	606	416
OPERATING PROFIT BEFORE REINVESTMENT IN WORKING CAPITAL	<u>4,264</u>	<u>8,500</u>
Increase in debtors	(1,909)	(7,837)
Decrease / (Increase) in stocks	727	(2,081)
Decrease in creditors	(6,236)	(6,829)
CASH FROM OPERATIONS	<u>(3,154)</u>	<u>(8,247)</u>
Income tax paid	(1,251)	(1,126)
NET CASH USED IN OPERATING ACTIVITIES	<u><u>(4,405)</u></u>	<u><u>(9,373)</u></u>
CASH FLOW FROM INVESTING ACTIVITIES:		
Purchase of furniture, fixtures and equipment	(1,268)	(829)
Proceeds from disposal of furniture, fixtures and equipment	-	58
Loan to joint venture partner	-	(16,500)
Interest received	89	4
NET CASH USED IN INVESTING ACTIVITIES	<u>(1,179)</u>	<u>(17,267)</u>
CASH FLOW FROM FINANCING ACTIVITIES:		
Drawdown of bank borrowings	9,702	21,143
Decrease in finance lease	(45)	(47)
Interest paid	(606)	(416)
NET CASH FROM FINANCING ACTIVITIES	<u>9,051</u>	<u>20,680</u>
Net increase / (decrease) in cash and cash equivalents	3,467	(5,960)
Cash and cash equivalents at beginning of the financial year	7,709	32,357
Net effect of exchange rate changes on opening cash and cash equivalents	(169)	(464)
CASH AND CASH EQUIVALENTS AT END OF FINANCIAL PERIOD	<u><u>11,007</u></u>	<u><u>25,933</u></u>
Cash and cash equivalents comprise the following:		
Cash and bank balances (including fixed deposits)	17,160	32,548
Bank overdrafts	(6,153)	(6,615)
	<u>11,007</u>	<u>25,933</u>

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

	Share Capital \$'000	Exchange Translation Reserve \$'000	(Accumulated Losses) Retained Earnings \$'000	Non-controlling interests \$'000	Preference shares issued by a subsidiary \$'000	Total Equity \$'000
<u>GROUP</u>						
At 1 July 2012	165,447	(21,868)	(9,628)	(468)	124	133,607
Profit for the period	-	-	2,319	(13)	-	2,306
<u>Other comprehensive income</u>						
Foreign currency translation	-	(1,939)	-	20	-	(1,919)
Total comprehensive income for the period	-	(1,939)	2,319	7	-	387
At 30 September 2012	165,447	(23,807)	(7,309)	(461)	124	133,994
At 1 July 2011	165,447	(21,861)	(12,152)	(100)	124	131,458
Profit for the period	-	-	3,814	(135)	-	3,679
<u>Other comprehensive income</u>						
Foreign currency translation	-	1,962	-	(5)	-	1,957
Total comprehensive income for the period	-	1,962	3,814	(140)	-	5,636
At 30 September 2011	165,447	(19,899)	(8,338)	(240)	124	137,094
<u>COMPANY</u>						
At 1 July 2012	165,447	-	357	-	-	165,804
Profit for the period, representing Total comprehensive income for the period	-	-	(1,244)	-	-	(1,244)
Dividends paid	-	-	-	-	-	-
At 30 September 2012	165,447	-	(887)	-	-	164,560
At 1 July 2011	165,447	-	5,947	-	-	171,394
Profit for the period, representing Total comprehensive income for the period	-	-	920	-	-	920
At 30 September 2011	165,447	-	6,867	-	-	172,314

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

There has been no change in the Company's share capital during the period reported.
As at 30 September 2012 and 30 September 2011, there was no outstanding warrants.

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

As at 30 September 2012: 568,709,857

As at 30 September 2011: 568,709,857

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

There is no sale, transfer, disposal, cancellation and/or use of treasury shares as at the end of the current financial period reported on.

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

The figures have not been audited or reviewed by the auditors.

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

Not applicable.

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

Except as disclosed in item 5 below, the Company and the Group have applied the same accounting policies and methods of computation as in the most recent audited annual financial statements.

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

In the current financial period, the Group has adopted all the new and revised Financial Reporting Standards ("FRSs") and interpretation of FRSs ("INT FRSs") that are relevant to its operations and effective for the financial period beginning on or after 1 January 2012.

The adoption of these new / revised FRSs and INT FRSs does not result in changes in Group's accounting policies and has no material effect on the amounts reported for the current period or prior years.

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

	GROUP	
	1Q13	1Q12
(a) Basic (cents)	0.41	0.67
(b) Diluted (cents)	0.41	0.67

The basic and diluted earnings per share is computed based on the weighted average number of ordinary shares in issue during the financial period of 568,709,857 (1Q12: 568,709,857).

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

	GROUP	COMPANY
Net asset value per ordinary share based on issued share capital as at:		
(a) current financial period reported on (cents)	23.62	28.94
(b) immediately preceding financial period (cents)	23.55	29.15

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

Review of Results for First Quarter – 3 Months Ended 30 September 2012 (1Q13)

The general slowdown in North Asia has negatively impacted group revenue with turnover declining by 2% to **\$94.3 million** from **\$96.0 million**. Revenue in North Asia declined by 13% mainly due to decline in tourist dollar spend by Mainland Chinese tourists in Hong Kong and in other markets. The timepiece business in Hong Kong declined by 18%.

Net profit after tax was **\$2.3 million**, down 37% compared to **\$3.7 million** in same period last year. Profit from operations declined by 45% from \$6.3 million to \$3.4 million. Gross profit margins remained constant at 43%.

Group operating expenses increased by 8% to **\$39.2 million** from higher headcount and rental for stores opened in FY 12. Cost-to-revenue ratio rose to 42% from 38% in same period last year.

Group turnover from the fashion business saw an increase of 9% to \$63.6 million but the timepiece business decreased by 18% to \$30.4 million

In Southeast Asia, the fashion business grew by 9% whilst the timepiece business saw a dip of 24% mainly due to lower shipments to Indonesia.

Indonesia continued to see growth with domestic sales increasing by 11% and slight increase in gross margins over same period last year.

The Group's net gearing increased from 39% as at June 2012 to 44% as at September 2012 as it incurred higher operational cash outflow for its business growth and expansion.

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

No forecast or prospect statement was made on the Group's first quarter results.

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

The uncertain global economic climate might further affect global consumption and might result in weakening demand in the months ahead.

In view of the challenges ahead, management will continue its efforts to drive revenue, keep costs lean and be prudent in managing business risks.

11. Dividend

(a) Current Financial Period Reported On
Any dividend declared for the current financial period report on?

None.

(b) Corresponding Period of the Immediately Preceding Financial Year
Any dividend declared for the corresponding period of the immediate preceding financial year?

None.

(c) Date payable

Not applicable.

(d) Books closure date

Not applicable.

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

Not applicable.

13. Interested person transaction

The Group has not obtained a general mandate for Interested Persons Transactions.

14. Confirmation pursuant to Rule 705(5) of the Listing Manual.

To the best of our knowledge, nothing material has come to the attention of the Directors which may render the financial period results ended 30 September 2012 to be false or misleading.

15. Second quarter results for financial year ending 31 December 2012

The Company expects to announce its second quarter results ending 31 December 2012 in the week of 4th February 2013.

BY ORDER OF THE BOARD

Karen Chong Mee Keng
Company Secretary
8 November 2012