

First Quarter Financial Statements And Dividend Announcement

The Board of Directors of Venture Corporation Limited wishes to make the following announcement:

Quarterly financial statements on consolidated results for the quarter ended March 31, 2008.
These figures have not been audited or reviewed.

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

		Group		
		3 months ended 31.03.2008 S\$'000	3 months ended 31.03.2007 S\$'000	% increase/ (decrease)
Revenue		939,137	968,901	(3.1)
Other operating income		145	490	(70.4)
Changes in inventories of finished goods and work in progress		20,905	64,845	(67.8)
Raw materials and consumables used		(761,601)	(845,967)	(10.0)
Staff costs		(76,554)	(75,513)	1.4
Depreciation and amortisation expense	(Note 1)	(15,290)	(16,837)	(9.2)
Research and development expense (exclude R&D staff costs)		(5,659)	(8,008)	(29.3)
Foreign currency exchange adjustment		4,137	6,043	(31.5)
Other expenses	(Note 2)	(49,356)	(26,367)	87.2
Investment revenue		5,430	5,545	(2.1)
Finance costs (interest on bank borrowings)		(2,335)	(5,862)	(60.2)
Share of (loss) profits of associates		(28)	1,276	n.m.
Profit before tax		58,931	68,546	(14.0)
Income tax		(2,241)	2,594	n.m.
Profit for the period		56,690	71,140	(20.3)
Attributable to:				
Equity holders of the company		56,334	70,713	(20.3)
Minority interests		356	427	(16.7)
		56,690	71,140	(20.3)

Note 1

This includes amortisation of customer relationships amounting to S\$4.2million (March 31, 2007: S\$4.2million).

Note 2

This includes fair value loss on derivative financial instruments of S\$20.7million (March 31, 2007: S\$0.9million).

1.(a)(ii) **The profit after income tax includes the following (charges)/credits:**

	Group		
	3 months ended 31.03.2008 S\$'000	3 months ended 31.03.2007 S\$'000	% increase/ (decrease)
Underprovision of tax in respect of prior years	(92)	-	n.m.
Write-back of deferred tax liabilities	-	2,964	n.m
Allowance for doubtful trade receivables	(257)	-	n.m
Loss on disposal of property, plant and equipment, net	(78)	(37)	110.8
Fair value loss on derivative financial instruments	(20,747)	(899)	2,207.8
Allowance for inventories	(187)	(121)	54.5
Inventories written off	-	(6)	n.m.
Impairment of plant and equipment	(17)	(182)	(90.7)
Gain on disposal of available-for-sale investments	16	-	n.m.
Loss on liquidation of a subsidiary	-	(113)	n.m.

Note:

n.m. - not meaningful

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

	Group		Company	
	31.03.2008	31.12.2007	31.03.2008	31.12.2007
	S\$'000	S\$'000	S\$'000	S\$'000
ASSETS				
Current assets:				
Cash and cash equivalents	414,580	493,326	55,941	77,832
Available-for-sale investments	46,546	46,085	46,546	43,085
Trade receivables	610,532	618,780	150,643	151,244
Other receivables and prepayments	30,023	31,689	8,778	6,904
Inventories	592,619	547,343	97,336	86,910
Trade receivables due from subsidiaries	-	-	12,511	19,349
Other receivables due from subsidiaries	-	-	6,036	6,346
Total current assets	1,694,300	1,737,223	377,791	391,670
Non-current assets:				
Investments in subsidiaries	-	-	1,234,726	1,234,726
Investments in associates	112,580	112,435	82,536	82,536
Available-for-sale investments	202,857	206,632	196,459	200,238
Property, plant and equipment	196,780	206,798	13,633	13,641
Intangible assets	149,186	153,937	-	-
Goodwill	630,415	630,415	-	-
Deferred tax assets	1,497	1,037	-	-
Total non-current assets	1,293,315	1,311,254	1,527,354	1,531,141
Total assets	2,987,615	3,048,477	1,905,145	1,922,811
LIABILITIES AND EQUITY				
Current liabilities:				
Bank loans	250,438	250,964	237,588	236,169
Trade payables	480,193	472,691	90,957	90,077
Other payables and accrued expenses	82,011	109,069	25,190	42,206
Trade payables due to subsidiaries	-	-	109,399	125,119
Other payables due to subsidiaries	-	-	5,435	456
Trade payables due to associates	833	1,601	-	-
Income tax payable	6,124	6,570	2,740	3,497
Derivative financial instruments	1,935	3,454	1,935	3,454
Total current liabilities	821,534	844,349	473,244	500,978
Non-current liabilities:				
Bank loans	189,574	259,310	189,574	259,310
Derivative financial instruments	38,708	16,443	38,708	16,443
Deferred tax liabilities	32,100	32,931	-	-
Total non-current liabilities	260,382	308,684	228,282	275,753
Capital and reserves:				
Share capital	671,906	671,906	671,906	671,906
Share options reserve	30,612	30,052	29,660	29,385
Investments revaluation reserve	(1,120)	(3,067)	(735)	(2,483)
Translation reserve	(174,198)	(123,588)	-	-
Reserve fund	371	371	-	-
Accumulated profits	1,366,945	1,308,858	502,788	447,272
Equity attributable to equity holders of the company	1,894,516	1,884,532	1,203,619	1,146,080
Minority interests	11,183	10,912	-	-
Total equity	1,905,699	1,895,444	1,203,619	1,146,080
Total Liabilities and Equity	2,987,615	3,048,477	1,905,145	1,922,811

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

(a) Amount repayable in one year or less, or on demand

Group				Company			
As at 31.03.2008		As at 31.12.2007		As at 31.03.2008		As at 31.12.2007	
Secured	Unsecured	Secured	Unsecured	Secured	Unsecured	Secured	Unsecured
S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
-	250,438	-	250,964	-	237,588	-	236,169

(b) Amount repayable after one year

Group				Company			
As at 31.03.2008		As at 31.12.2007		As at 31.03.2008		As at 31.12.2007	
Secured	Unsecured	Secured	Unsecured	Secured	Unsecured	Secured	Unsecured
S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
-	189,574	-	259,310	-	189,574	-	259,310

(c) Details of any collateral
Not applicable.

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

	3 months ended 31.03.2008 S\$'000	3 months ended 31.03.2007 S\$'000
Operating activities:		
Profit before tax	58,931	68,546
Adjustments for:		
Share of loss (profits) of associates	28	(1,276)
Allowance for inventories	187	121
Inventories written off	-	6
Depreciation expense	10,368	11,604
Allowance on doubtful trade receivables	257	-
Amortisation of intangible assets	4,922	5,233
Impairment loss on plant and equipment	17	182
Interest income	(5,430)	(5,545)
Dividend income	-	(73)
Interest expense	2,335	5,862
Share-based payments expense	2,028	2,089
Fair value loss on derivative financial instruments	20,747	899
Gain on disposal of available-for-sale investments	(16)	-
Loss on disposal of plant and equipment, net	78	37
Operating profit before working capital changes	94,452	87,685
Trade receivables	7,991	(12,613)
Other receivables and prepayments	1,662	3,903
Inventories	(45,463)	(83,406)
Amount due from joint venture	-	5
Amount due (to) from associates	(764)	702
Trade payables	7,502	78,782
Other payables and accrued expenses	(27,866)	(11,021)
Cash generated from operations	37,514	64,037
Interest paid	(1,876)	(5,862)
Income tax paid	(4,005)	(1,347)
Net cash from operating activities	31,633	56,828
Investing activities:		
Interest received	5,430	5,545
Dividends received	-	73
Purchase of property, plant and equipment	(8,247)	(5,915)
Proceeds on disposal of plant and equipment	111	522
Addition of intangible assets	(175)	(384)
Proceeds on disposal of available-for-sale investments	3,060	3,000
Purchase of available-for-sale investments	-	(3,077)
Proceeds on disposal of asset classified as held for sale	-	12,500
Net cash from investing activities	179	12,264
Financing activities:		
Repayment of bank loans	(69,913)	(24,887)
Proceeds from issue of shares	-	1,460
Net cash used in financing activities	(69,913)	(23,427)
Net (decrease) increase in cash and cash equivalents	(38,101)	45,665
Cash and cash equivalents at beginning of period	493,326	329,006
Effect of foreign exchange rate changes on the balance of cash held in foreign currencies	(40,645)	(8,315)
Cash and cash equivalents at end of period	414,580	366,356
Cash and cash equivalents at end of period include the following:		
Cash	197,938	163,016
Fixed Deposits	216,642	203,340
Cash and cash equivalents at the end of the period	414,580	366,356

1.(d)(i) Statement of changes in equity for the period ended March 31

	Share capital S\$'000	Share options reserve S\$'000	Investments revaluation reserve S\$'000	Translation reserves S\$'000	Reserve Fund S\$'000	Accumulated profits S\$'000	Attributable to equity holders of the company S\$'000	Minority interests S\$'000	Total equity S\$'000
The Group									
Balance at January 1, 2007	649,974	23,958	(11,222)	(66,402)	229	1,162,422	1,758,959	8,668	1,767,627
Exchange differences arising on translation of foreign operations	-	-	-	(9,665)	-	-	(9,665)	(92)	(9,757)
Profit for the period	-	-	-	-	-	70,713	70,713	427	71,140
Recognition of share-based payments	-	2,089	-	-	-	-	2,089	-	2,089
Net fair value changes in available-for-sale investments	-	-	4,046	-	-	-	4,046	-	4,046
Issue of shares	1,460	-	-	-	-	-	1,460	-	1,460
Balance at March 31, 2007	<u>651,434</u>	<u>26,047</u>	<u>(7,176)</u>	<u>(76,067)</u>	<u>229</u>	<u>1,233,135</u>	<u>1,827,602</u>	<u>9,003</u>	<u>1,836,605</u>
Balance at January 1, 2008	671,906	30,052	(3,067)	(123,588)	371	1,308,858	1,884,532	10,912	1,895,444
Exchange differences arising on translation of foreign operations	-	-	-	(50,610)	-	-	(50,610)	(85)	(50,695)
Profit for the period	-	-	-	-	-	56,334	56,334	356	56,690
Recognition of share-based payments	-	2,028	-	-	-	-	2,028	-	2,028
Share options lapsed	-	(1,753)	-	-	-	1,753	-	-	-
Share of an associate's share options reserve	-	285	-	-	-	-	285	-	285
Net fair value changes in available-for-sale investments	-	-	1,947	-	-	-	1,947	-	1,947
Balance at March 31, 2008	<u>671,906</u>	<u>30,612</u>	<u>(1,120)</u>	<u>(174,198)</u>	<u>371</u>	<u>1,366,945</u>	<u>1,894,516</u>	<u>11,183</u>	<u>1,905,699</u>

1.(d)(i) **Statement of changes in equity for the period ended March 31**

	Share capital S\$'000	Share options reserve S\$'000	Investments revaluation reserves S\$'000	Accumulated profits S\$'000	Total equity S\$'000
The Company					
Balance at January 1, 2007	649,974	23,318	(8,160)	381,781	1,046,913
Profit for the period	-	-	-	42,529	42,529
Recognition of share-based payments	-	2,089	-	-	2,089
Net fair value changes in available-for-sale investments	-	-	2,217	-	2,217
Issue of shares	1,460	-	-	-	1,460
Balance at March 31, 2007	<u>651,434</u>	<u>25,407</u>	<u>(5,943)</u>	<u>424,310</u>	<u>1,095,208</u>
Balance at January 1, 2008	671,906	29,385	(2,483)	447,272	1,146,080
Profit for the period	-	-	-	53,763	53,763
Recognition of share-based payments	-	2,028	-	-	2,028
Share options lapsed	-	(1,753)	-	1,753	-
Net fair value changes in available-for-sale investments	-	-	1,748	-	1,748
Balance at March 31, 2008	<u>671,906</u>	<u>29,660</u>	<u>(735)</u>	<u>502,788</u>	<u>1,203,619</u>

1.(d)(ii) **Details of any changes in the Company's issued share capital**

Venture Manufacturing (Singapore) Ltd Executives' Share Option Scheme ("The 1993 Scheme")

Since the end of the previous financial year, no option was exercised. As at March 31, 2008, there were 5,052,000 unissued shares of the Company under options in the 1993 Scheme (March 31, 2007: 7,299,000).

Since the end of the previous financial year, 445,000 options to take up ordinary shares (March 31, 2007: Nil) in the capital of the Company under the 1993 Scheme lapsed.

Venture Corporation Executives' Share Option Scheme ("The 2004 Scheme")

Since the end of the previous financial year, no ordinary shares were issued to holders of options under the 2004 Scheme. As at March 31, 2008, there were 7,081,000 unissued shares of the Company under options in the 2004 Scheme (March 31, 2007: 4,698,000).

Since the end of the previous financial year, 287,000 options to take up ordinary shares (March 31, 2007: Nil) in the capital of the Company under the 2004 Scheme lapsed.

Share Capital

	31.03.2008	31.12.2007	31.03.2008	31.12.2007
	Number of ordinary shares		\$'000	\$'000
Issued and paid-up capital:				
At beginning of year	274,253,577	272,664,577	671,906	649,974
Issue of shares	-	1,589,000	-	21,932
At end of period	<u>274,253,577</u>	<u>274,253,577</u>	<u>671,906</u>	<u>671,906</u>

- 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.

Please refer to 1.(d)(ii). There were no treasury shares as at March 31, 2008.

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

Not applicable.

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

These figures have not been audited or reviewed.

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**

The Group has adopted the same accounting policies and methods of computation in the financial statements for the current reporting period compared with the audited financial statements for the year ended December 31, 2007 as well as all the applicable Financial Reporting Standards (FRS) which became effective for financial years beginning on or after January 1, 2008.

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

The adoption of the new/revised FRS does not have a material financial impact on the Group and the Company.

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**

- (a) Based on the weighted average number of ordinary shares on issue (cents)
- (b) On a fully diluted basis (cents) (detailing any adjustments made to the earnings)

3 months ended 31.03.2008	3 months ended 31.03.2007
20.5	25.9
20.5	25.9

7. **Net asset value per ordinary share**

Net asset value per ordinary share based on issued share capital at the end of the financial period reported on (cents)

Group		Company	
31.03.2008	31.12.2007	31.03.2008	31.12.2007
690.8	687.1	438.9	417.9

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.

The Group registered revenue of S\$939.1 million for the quarter ended 31 March 2008. This represents a 3.1% drop year-on-year. However in US dollar terms, the revenue would have expanded by 4.5% over the corresponding quarter of 2007.

For the first quarter this year, revenue for the Retail Store Solutions & Industrial Products segment grew 22.0% compared to the same period last year. This growth was the result of increased Original Design Manufacturing activities, new product launches and larger market share.

During the quarter, revenue for the Printing & Imaging segment declined 19.7% mainly due to slower than expected ramp to several product launches. Whilst these product programmes fell below expectations in the first quarter, positive business momentum was noted towards the end of the quarter.

For the first quarter of 2008, the Group reported a Profit After Tax of S\$56.7 million, a decline of S\$14.4 million or 20.3% year-on-year. This was mainly due to fair value adjustment on Collateralised Debt Obligations which amounted to S\$20.7 million.

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

Not applicable.

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

The Group will continue to focus on implementing ongoing corporate initiatives and actively manage its business portfolio and customer accounts. Market outlook among key customers remains encouraging.

For the rest of the year, although the Group is cautiously optimistic, revenue growth will be impacted by any further decline of the US dollar.

11. **Dividend**

(a) Current Financial Period Reported On

Name of Dividend	Nil
Dividend Type	Nil
Dividend Amount per Share (in cents)	Nil
Dividend Rate	Nil
Par value of shares	Nil
Tax Rate	Nil

(b) Corresponding Period of the Immediately Preceding Financial Year

Name of Dividend	Nil
Dividend Type	Nil
Dividend Amount per Share (in cents)	Nil
Dividend Rate	Nil
Par value of shares	Nil
Tax Rate	Nil

(c) Date payable

Not applicable.

(d) Books closure date

Not applicable.

12. **If no dividend has been declared (recommended), a statement to that effect.**

No dividend for the period ended March 31, 2008 is recommended or declared.

BY ORDER OF THE BOARD

Angeline Khoo
Yvonne Choo
Company Secretaries
April 23, 2008

VENTURE CORPORATION LIMITED
Company Registration Number 198402886H

CONFIRMATION BY THE BOARD PURSUANT TO RULE 705(4) OF THE LISTING MANUAL

On behalf of the Board of Directors of the Company, we, the undersigned, hereby confirm to the best of our knowledge that nothing has come to the attention of the Board of Directors of the Company which may render the financial statements for the first quarter ended March 31, 2008 to be false or misleading.

On behalf of the Directors

(signed)
Wong Ngit Liong
Director

(signed)
Cecil Vivian Richard Wong
Director

April 23, 2008