VICOM LTD

Company Registration No.: 198100320K

Financial Statement and Dividend Announcement for the Financial year 2007

PART I – INFORMATION REQUIRED FOR ANNOUNCEMENTS OF QUARTERLY (Q1, Q2 & Q3), HALF-YEAR RESULTS AND FULL YEAR RESULTS

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

The Board of Directors announces the audited results of the Group for the financial year ("FY") 2007.

	Group				
	FY 2007	FY 2006	Incr/ (Decr)		
	\$'000	\$'000	%		
Turnover	63,121	55,504	13.7		
Other operating income	1,626	1,433	13.5		
Revenue	64,747	56,937	13.7		
Staff costs	(29,263)	(26,312)	11.2		
Depreciation expense	(4,673)	(4,237)	10.3		
Repair and maintenance	(1,189)	(941)	26.4		
Materials and consumables	(2,200)	(1,863)	18.1		
Payments for contract services	(4,038)	(3,405)	18.6		
Premise costs	(2,310)	(2,247)	2.8		
Insurance	(154)	(159)	(3.1)		
Other operating expenses	(4,158)	(4,421)	(5.9)		
Total operating expenses	(47,985)	(43,585)	10.1		
Operating profit	16,762	13,352	25.5		
Interest income	258	230	12.2		
Profit before taxation	17,020	13,582	25.3		
Taxation	(3,212)	(3,295)	(2.5)		
Profit after taxation	13,808	10,287	34.2		
Attributable to:					
Shareholders of the Company	13,500	10,295	31.1		
Minority interests	308	(8)	N.M.		
•	13,808	10,287	34.2		

N.M. Not meaningful

1(a)(ii) Included in the determination of profit before taxation is:

	Group		
	FY 2007	FY 2006	
After crediting (charging):	\$'000	\$'000	
Write-back (Allowance) for doubtful trade receivables	161	(364)	

1(a)(iii) Adjustment for under (over) provision of taxation in respect of prior years:

	Group		
	FY 2007 F		
	\$'000	\$'000	
Adjustment for (over) under provision for			
taxation in respect of prior years	(172)	175	

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 Dec	31 Dec	31 Dec	31 Dec
	2007	2006	2007	2006
	\$'000	\$'000	\$'000	\$'000
<u>ASSETS</u>				
Current assets				
Cash and bank balances	14,015	13,710	11,567	11,531
Trade receivables	8,763	7,264	934	1,063
Other receivables and prepayments	597	555	269	882
Inventories	41	2	0	0
Total current assets	23,416	21,531	12,770	13,476
Non-current assets				
Subsidiaries	0	0	26,196	26,196
Staff loans	42	17	0	0
Club memberships	315	315	315	315
Vehicles, premises and equipment	43,098	45,533	28,102	29,402
Goodwill	11,325	11,325	0	0
Total non-current assets	54,780	57,190	54,613	55,913
Total assets	78,196	78,721	67,383	69,389

	Group		Company	
_	31 Dec	31 Dec	31 Dec	31 Dec
<u> </u>	2007	2006	2007	2006
	\$'000	\$'000	\$'000	\$'000
LIABILITIES AND EQUITY				
Current liabilities				
Trade payables	3,093	2,600	390	358
Other payables	10,742	8,212	19,743	16,701
Income tax payable	3,479	3,428	1,437	1,639
Total current liabilities	17,314	14,240	21,570	18,698
Non-current liability				
Deferred tax liabilities	928	989	0	20
Capital, reserves and minority interests				
Share capital	29,874	28,552	29,874	28,552
Capital reserves	3,088	3,099	3,098	3,106
Accumulated profits	25,194	29,911	12,841	19,013
Equity attributable to shareholders of the Company	58,156	61,562	45,813	50,671
Minority interests	1,798	1,930	0	0
Total equity	59,954	63,492	45,813	50,671
Total liabilities & equity	78,196	78,721	67,383	69,389

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

NIL

Details of any collateral

NIL

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

Consolidated Cash Flow Statement for FY 2007:

	Group		
	FY 2007	FY 2006	
	\$'000	\$'000	
Operating activities			
Profit before taxation	17,020	13,582	
Adjustments for:	17,020	13,362	
Depreciation expense	4,673	4,237	
Interest income	(258)	(230)	
Loss on disposal of vehicles, premises and	(230)	(230)	
equipment	18	37	
Share-based payment expense	19	16	
(Write-back) Allowance for doubtful trade	10	10	
receivables	(161)	364	
Impairment loss on goodwill	` <u>'</u>	64	
	01.011		
Operating cash flows before movements in working	21,311	18,070	
capital			
Trade receivables	(1,338)	(244)	
Other receivables and prepayments	(65)	`128	
Inventories	(39)	1	
Trade payables	493	473	
Other payables	2,530	899	
Cash generated from operations	22,892	19,327	
Income tax paid	(3,222)	(2,874)	
Net cash from operating activities	19,670	16,453	
The total mem operating determine	,	. 0, . 00	
Investing activities			
Purchase of vehicles, premises and equipment	(2,372)	(5,604)	
Proceeds from disposal of vehicles, premises and			
equipment	116	4	
Interest received	256	230	
Net cash used in investing activities	(2,000)	(5,370)	
Financing activities			
Proceeds from exercise of share options	1,295	531	
Payment to minority interest	(440)	(220)	
Dividend paid	(18,217)	(7,206)	
Net cash used in financing activities	(17,362)	(6,895)	
That again again in initiationing activities	(17,002)	(0,000)	
Net effect of exchange rate changes in consolidating			
subsidiaries	(3)	(4)	
Not increase in each and each equivalents	205	4 104	
Net increase in cash and cash equivalents	305 12.710	4,184	
Cash and cash equivalents at beginning of year	13,710	9,526	
Cash and cash equivalents at end of year	14,015	13,710	

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

Consolidated Statement of Changes in Equity for FY 2007:

Attributable to shareholders of the Company						
	Share	Capital	Accumulated		Minority	Total
	capital	reserves	profits	Total	interests	equity
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Balance at 1 January 2006 Exchange differences arising on	20,805	10,304	26,822	57,931	2,158	60,089
translation of foreign operations	0	(5)	0	(5)	0	(5)
Net expense recognised directly in		(-)	-	(-)		(-/_
equity	0	(5)	0	(5)	0	(5)
Profit after taxation	0	0	10,295	10,295	(8)	10,287
Total recognised income and expense						
for the year	0	(5)	10,295	10,290	(8)	10,282
Adjustment arising from abolition of par						
value of shares (Note 1)	7,200	(7,200)	0	0	0	0
Exercise of share options	547	(16)	0	531	0	531
Recognition of share-based payments	0	16	0	16	0	16
Dividend paid	0	0	(7,206)	(7,206)	(220)	(7,426)
Balance at 31 December 2006	28,552	3,099	29,911	61,562	1,930	63,492
Exchange differences arising on						
translation of foreign operations	0	(3)	0	(3)	0	(3)
Net expense recognised directly in						
equity	0	(3)	0	(3)	0	(3)
Profit after taxation	0	0	13,500	13,500	308	13,808
Total recognised income and expense						
for the year	0	(3)	13,500	13,497	308	13,805
Exercise of share options	1,322	(27)	0	1,295	0	1,295
Recognition of share-based payments	0	19	0	19	0	19
Dividend paid	0	0	(18,217)	(18,217)	(440)	(18,657)
Balance at 31 December 2007	29,874	3,088	25,194	58,156	1,798	59,954

Statement of Changes in Equity of the Company for FY 2007:

Company

Company	Share capital \$'000	Capital reserves \$'000	Accumulated profits \$'000	<u>Total</u> \$'000
Balance at 1 January 2006	20,805	10,306	16,478	47,589
Profit after taxation	0	0	9,741	9,741
Total recognised income for the year	0	0	9,741	9,741
Adjustment arising from abolition of par value of				
shares (Note 1)	7,200	(7,200)	0	0
Exercise of share options	547	(16)	0	531
Recognition of share-based payments	0	16	0	16
Dividend paid	0	0	(7,206)	(7,206)
Balance at 31 December 2006	28,552	3,106	19,013	50,671
Profit after taxation	0	0	12,045	12,045
Total recognised income for the year	0	0	12,045	12,045
Exercise of share options	1,322	(27)	0	1,295
Recognition of share-based payments	0	19	0	19
Dividend paid	0	0	(18,217)	(18,217)
Balance at 31 December 2007	29,874	3,098	12,841	45,813

Note 1

As a result of the Companies (Amendment) Act 2005 which became effective on 30 January 2006, the concept of authorised share capital and par value has been abolished. Any amount standing to the credit of the share premium account has been transferred to the Company's share capital account on the effective date.

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 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

Since the last financial period ended 30 September 2007, there were no options exercised.

As at 31 December 2007, options to subscribe for 1,202,000 ordinary shares (2006: 2,118,000) remained outstanding under the 2001 VICOM Share Option Scheme.

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

The financial statements have been audited in accordance with the Singapore Standards on Auditing.

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

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF

VICOM LTD

We have audited the financial statements of VICOM Ltd (the "Company") and its subsidiaries (the "Group") which comprise the balance sheets of the Group and the Company as at 31 December 2007, the profit and loss statement, statement of changes in equity and cash flow statement of the Group for the year then ended, and a summary of significant accounting policies and other explanatory notes.

Directors' Responsibility

The Company's Directors are responsible for the preparation and fair presentation of these financial statements in accordance with the provisions of the Singapore Companies Act, Cap. 50 (the "Act") and Singapore Financial Reporting Standards. This responsibility includes: designing, implementing and maintaining internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Auditors' 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 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 and fair presentation of the financial statements 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 Directors, 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,

- (a) the consolidated financial statements of the Group and the balance sheet 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 31 December 2007 and of the results, changes in equity and cash flows of the Group for the year ended on that date; and
- (b) the accounting and other records required by the Act to be kept by the Company and by those subsidiaries incorporated in Singapore of which we are the auditors have been properly kept in accordance with the provisions of the Act.

DELOITTE & TOUCHE Certified Public Accountants

KEE CHENG KONG, MICHAEL Partner (Appointed on 9 November 2007)

Singapore 12 February 2008

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 and the Company have applied accounting policies and methods of computation in the financial statements for the current reporting period consistent with those of the audited financial statements as at 31 December 2006, except for the adoption of the following new/revised Financial Reporting Standards ("FRSs") that became effective for the financial year beginning on 1 January 2007.

Amendments to FRS 1 - Presentation of Financial Statements relating to capital disclosures FRS 107 - Financial Instruments: Disclosures

The Group has adopted FRS 107 with effect from 1 January 2007. The new standard has resulted in an expansion of the disclosures in these financial statements regarding the Group's financial instruments. The Group has also presented information regarding its objectives, policies and processes for managing capital as required by the amendments to FRS 1 which are effective from 1 January 2007.

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

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

Not applicable.

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	
_	FY 2007	FY 2006
(i) Based on the weighted average number of ordinary shares in issue – cents	15.93	12.30
(ii) On a fully diluted basis (detailing any adjustments made to the earnings) - cents	15.87	12.25

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

	Gro	oup	Company	
	31 Dec 2007	31 Dec 2006	31 Dec 2007	31 Dec 2006
Net asset value per ordinary share based on issued share capital - cents	68.17	73.39	53.70	60.41

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

PERFORMANCE REVIEW

The Group's total revenue for 2007 was \$64.7 million. This was \$7.8 million or 13.7% more than the year before.

Operating expenses rose by \$4.4 million or 10.1% in 2007 to \$48.0 million, compared to a year ago. This increase was due mainly to the higher expenses to support the increased business in Setsco.

Group profit before tax increased by \$3.4 million or 25.3% in 2007.

Profit after tax attributable to members of the Company for 2007 was \$13.5 million, which was 31.1% higher than the year before.

A segmented turnover and result for the Group are provided under item 13.

Revenue and operating profit for vehicle inspection business in 2007 were higher by \$3.1 million and \$1.3 million respectively against 2006, due mainly to the addition of the Chassis Dynamometer Smoke Test business.

As the voluntary use of Independent Damage Assessment Centre's services continued to decline, revenue in the vehicle assessment business decreased further by \$0.4 million in 2007. However, operating loss in 2007 narrowed by \$0.4 million to \$30,000 against the previous year due to further cost reductions.

Revenue and operating profit from test and inspection services were higher than 2006 by \$5.3 million and \$0.9 million respectively, reflecting the improved market for test services in 2007.

BALANCE SHEET

As at 31 December 2007, total shareholders' funds for the Group decreased by 5.5% or \$3.4 million to \$58.2 million compared to a year ago due to the payment of a special dividend, partially offset by profits generated from operations.

CASHFLOW

The net cash inflow in 2007 was \$0.3 million after dividend payments.

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 previously disclosed to shareholders.

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 volume for the vehicle inspection business is expected to improve in 2008 when the high number of vehicles registered in 2005 will be due for their first inspection.

The outlook for the non-vehicle inspection and testing business remains favourable in line with the anticipated positive economic prospects. However, competition is expected to remain keen.

11. Dividend

(a) Current Financial Period Reported On

Proposed final dividend

Name of Dividend	Tax exempt (one-tier) Final
Dividend Type	Cash
Dividend Amount per	2.75 cents
ordinary share	
Tax Rate	-

Declared interim dividend

Name of Dividend	Interim	Special
Dividend Type	Cash	Cash
Dividend Amount per ordinary share	3 cents	12.5 cents
Tax Rate	18%	18%

(b) Corresponding Period of the Immediately Preceding Financial Year

Declared final dividend

Name of Dividend	Final	Special
Dividend Type	Cash	Cash
Dividend Amount per	5.65 cents	5 cents
ordinary share		
Tax Rate	18%	18%

Declared interim dividend

Name of Dividend	Interim	Special
Dividend Type	Cash	Cash
Dividend Amount per	2 cents	2 cents
ordinary share		
Tax Rate	20%	20%

(c) Date payable

The Directors have proposed a tax exempt (one-tier) final dividend of 2.75 cents per ordinary share. The final dividend, if approved by the shareholders at the Twenty-Seventh Annual General Meeting of the Company to be held on 29 April 2008, will be payable on 28 May 2008.

(d) Books closure date

NOTICE IS HEREBY GIVEN that the Transfer Books and Register of Members of the Company will be closed from 14 May 2008 to 15 May 2008 (both dates inclusive) for the purposes of determining shareholders' entitlements to the proposed final dividend.

Duly completed and stamped transfers received by the Company's Share Registrars, B.A.C.S. Private Limited, 63 Cantonment Road, Singapore 089758 up to 5.00 p.m. on 13 May 2008 will be registered before shareholders' entitlements to the final dividend are determined.

Shareholders (being depositors) whose securities accounts with The Central Depository (Pte) Limited are credited with ordinary shares as at 5.00 p.m. on 13 May 2008 will be entitled to the proposed final dividend.

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

Not applicable

PART II - ADDITIONAL INFORMATION REQUIRED FOR FULL YEAR ANNOUNCEMENT (This part is not applicable to Q1, Q2, Q3 or Half Year Results)

13. Segmented revenue and results for business or geographical segments (of the group) in the form presented in the issuer's most recently audited annual financial statements, with comparative information for the immediately preceding year

<u>Group</u> 2007	Vehicle Inspection <u>Business</u> \$'000	Vehicle <u>Assessment</u> \$'000	Test & Inspection <u>Services</u> \$'000	Rental Income \$'000	Other Related <u>Business</u> \$'000	Elimination \$'000	<u>Total</u> \$'000
REVENUE	*****	+ 555	4 000	+	V 000	V 555	,
External sales Inter-segment sales Total RESULT	20,276 1 20,277	2,579 0 2,579	37,405 103 37,508	1,491 5,837 7,328	2,996 723 3,719	0 (6,664) (6,664)	64,747 0 64,747
Segment result Interest income Profit before taxation Taxation Profit after taxation Minority interests Profit attributable to shareholders of the Company OTHER INFORMATION	5,834	(30)	4,722	4,404	1,832	0 -	16,762 258 17,020 (3,212) 13,808 (308) 13,500
Additions to vehicles, premises and equipment Depreciation expense BALANCE SHEET	468 1,361	16 82	1,550 1,598	0	338 1,632	0 0 =	2,372 4,673
ASSETS							
Segment assets Goodwill Unallocated corporate assets Consolidated total assets	8,399 2,057	689 0	17,168 9,268	0	40,300 0	0	66,556 11,325 315 78,196
LIABILITIES							
Segment liabilities Unallocated corporate liabilities Consolidated total liabilities	2,372	141	9,677	0	1,645	0	13,835 4,407 18,242

Group 2006	Vehicle Inspection <u>Business</u> \$'000	Vehicle Assessment \$'000	Test & Inspection Services \$'000	Rental Income \$'000	Other Related <u>Business</u> \$'000	Elimination \$'000	<u>Total</u> \$'000
REVENUE	Ψ 000	Ψ 000	φοσσ	Ψ 000	ψοσο	Ψ 000	Ψ σσσ
External sales Inter-segment sales Total	17,133 0 17,133	2,981 0 2,981	32,070 126 32,196	1,302 4,967 6,269	3,451 612 4,063	0 (5,705) (5,705)	56,937 0 56,937
RESULT							
Segment result Interest income Profit before taxation Taxation Profit after taxation Minority interests Profit attributable to shareholders of the Company	4,512	(465)	3,819	3,432	2,054	0 - - -	13,352 230 13,582 (3,295) 10,287 8
OTHER INFORMATION							
Additions to vehicles, premises and equipment Impairment loss on goodwill Depreciation expense BALANCE SHEET	2,418 0 1,259	5 64 125	2,530 0 1,278	0 0 0	651 0 1,575	0 0 0 =	5,604 64 4,237
ASSETS							
Segment assets Goodwill Unallocated corporate assets Consolidated total assets	9,004 2,057	960 0	15,181 9,268	0	41,936 0	0	67,081 11,325 315 78,721
LIABILITIES							
Segment liabilities Unallocated corporate liabilities Consolidated total liabilities	2,143	146	6,947	0	1,576	0	10,812 4,417 15,229

14. In the review of performance, the factors leading to any material changes in contributions to turnover and earnings by the business or geographical segments

Please refer to item 8 for commentaries relating to changes in performance of business segments.

The Group operates predominantly in Singapore.

15. A breakdown of sales

	Group	Group	
	2007	2006	Increase/(decrease)
	\$'000	\$'000	%
Sales reported for first half year	31,251	26,776	16.7
Operating profit/(loss) after tax			
before deducting minority interests			
reported for first half year	8,175	5,021	62.8
Sales reported for second half			
year	31,870	28,728	10.9
Operating profit/(loss) after tax			
before deducting minority interests			
reported for second half year	5,633	5,266	7.0

16. A breakdown of the total annual dividend (in dollar value) for the issuer's latest full year and its previous full year

Total Annual Dividend (Refer to Para 16 of Appendix 7.2 for the required details)

	Latest Full Year	Previous Full Year
	(2007)	(2006)
	\$'000	\$'000
Ordinary (net of tax)		
- interim	2,097	1,342
- special	8,740	1,342
- final	0	3,915
- special	0	3,465
Ordinary (tax exempt one-tier)		
- final (proposed)	2,346	0
Total:	13,183	10,064

BY ORDER OF THE BOARD

Chan Wan Tak, Wendy Company Secretary

12 February 2008