
NEW
HORIZONS
. ANNUAL REPORT 2011
Ramba
ENERGY

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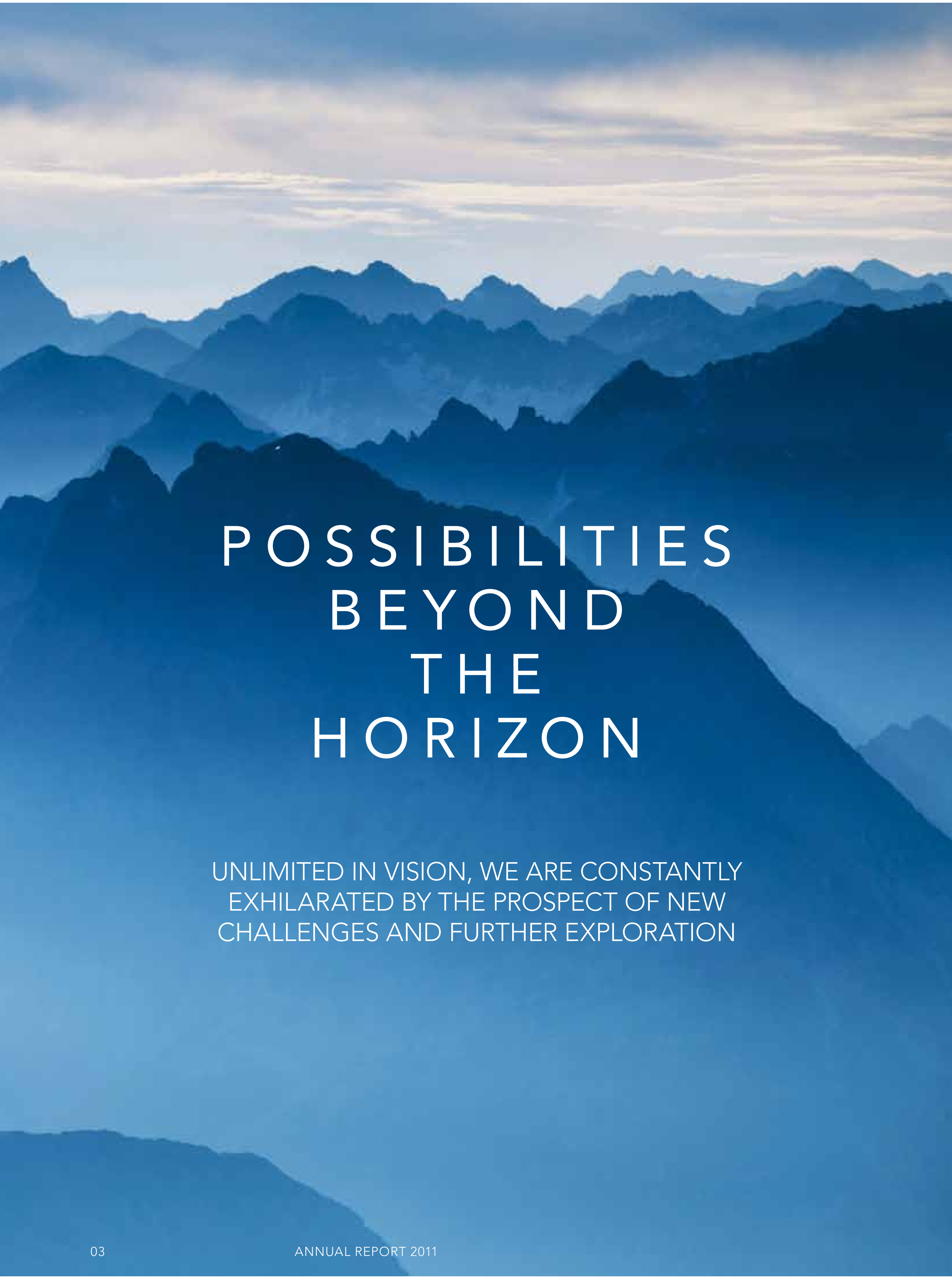
RAMBA ENERGY LIMITED ("RAMBA") IS A SINGAPORE STOCK EXCHANGE-LISTED COMPANY ENGAGED IN OIL AND GAS EXPLORATION AND PRODUCTION IN INDONESIA. THE COMPANY VENTURED INTO THE ENERGY SECTOR IN 2008 WITH THE GOAL OF BECOMING A SIGNIFICANT ENERGY PRODUCER IN INDONESIA.

The Group holds a 70% interest in the Jatirarangon block, located in West Java, Indonesia; a 100% interest in the West Jambi block, located in Sumatra Indonesia; and its local subsidiary holds a 51% interest in the Lemang block, also located in Sumatra, Indonesia. All of Ramba's assets are located in onshore regions on the Western Indonesian islands of Java and Sumatra.

Ramba's logistics business unit, the RichLand Group of Companies ("RichLand"), provides supply chain services including inbound and outbound transportation activities, distribution management, seaport and airport cargo handling services, and chemical logistics distribution throughout the region. RichLand employs over 500 employees and has a fleet of over 400 trucks and more than 500 ISO-tanks.



POSSIBILITIES BEYOND THE HORIZON

UNLIMITED IN VISION, WE ARE CONSTANTLY EXHILARATED BY THE PROSPECT OF NEW CHALLENGES AND FURTHER EXPLORATION

On behalf of the Board of Directors of Ramba Energy Limited, I would like to present the Annual Report for the year ended 31 December 2011.

New Horizons

The theme of this year's Annual Report is 'New Horizons' – a description of our journey as a company to this point.

Since venturing into the energy sector in 2008, Ramba has worked to strengthen its core business units in oil and gas and logistics services. Since embarking on this journey, we have continued to move closer to new opportunities and greater rewards. As we look to the future, we see further opportunities for business growth on the horizon.

Success in The Face of Adversity

The past year was undoubtedly challenging for business around the world. The on-going economic crisis in Europe, upheaval in the Middle East, political gridlock in the U.S., and questions surrounding the sustainability of China's growth, have created an environment where many businesses and organisations have experienced hardships. From individuals, to corporations, to entire nations, many have felt the impact of the global economic downturn. The energy and logistics industries are no exception, with economic and geopolitical forces directly impacting these sectors creating many new challenges to navigate.

However, with these challenges also come new opportunities. Our understanding of the enormous potential of the Southeast Asia region means Ramba is uniquely positioned to benefit from a changing world order as markets such as Singapore and Indonesia take their place on the global economic stage. With energy demand rising across the region, supported by an emerging and influential middle class, as well as new-found

SINCE VENTURING INTO THE ENERGY SECTOR IN 2008, RAMBA HAS WORKED TO STRENGTHEN ITS CORE BUSINESS UNITS IN OIL AND GAS AND LOGISTICS SERVICES.

economic and political stability, Southeast Asia – particularly Singapore and Indonesia – continues to be a region that possess extraordinary business opportunities.

As a young ambitious company committed to growing within the Southeast Asia region, we are at an exciting point on our journey. Our immediate challenge is to manage and utilise our limited resources prudently while exploiting the tremendous potential of our oil and gas assets, which require substantial capital outlay and commitment at their nascent stages. I am proud of our company's success in spite of adverse economic conditions and our immediate challenge. Thanks to the efforts of our skilled management team and dedicated workforce, Ramba and its logistics subsidiary, RichLand, have managed to stay on the right path to growth.

Commitment to Our Business

Our logistics business has experienced one of its most successful years ever; venturing into new sectors within the industry and entering new markets. It was recently awarded the largest dollar-value contract in the Group's history, capping off an already strong year.

Our oil and gas business continues to show promise as well. The continued investment in our oil and gas assets in Indonesia is beginning to show results. In 2011, Ramba successfully doubled gas production from its West Java asset. Additionally, the Group is continuing to invest in its exploration assets, located in the South Sumatra basin; a region of Indonesia with one of the highest success rates for oil and gas exploration. Our exploration assets indicate a potential upside that we believe will deliver value to our company and shareholders.

Gratitude

As we embark on a new year together, I want to thank our friends who have helped Ramba on its journey to this point. To our shareholders, employees, partners and clients, as well as our stakeholders both in Singapore and Indonesia, I want to express my deepest gratitude. I would also like to specifically thank our distinguished Board of Directors and Advisors for their invaluable guidance. Each member has contributed a specific set of skills, experience and values to their role in supporting and guiding our company.

Together, we share a collective ambition to develop our business and seize future opportunities that lie ahead on the horizon.

Mr Tan Chong Huat
Non-Executive Chairman

Dear Shareholders,

These past 12 months have proven to be very exciting for Ramba as the Group has continued to make progress in strengthening both its energy and logistics business units. In spite of adverse global economic conditions, we have been able to continue to grow and develop, and move closer to our collective goals.

Oil and Gas

The oil and gas business experienced many milestones in 2011, and is now on the verge of what we expect to be a major growth curve for the future. Among the achievements from 2011 was the doubling in gas production from the Group's Jatirarangon block, located in West Java, Indonesia. Furthermore, work on the Group's exploration assets continues to proceed. In July 2011, Ramba's 41% stake in the Lemang block was valued at US$193.6 million by international petroleum consultancy DeGoyler and MacNaughton*. Following this encouraging valuation, Ramba announced its intention to target the Selong-1 as its first exploration well to be drilled. Furthermore, the Group's West Jambi KSO block – located in Sumatra, Indonesia – became part of Ramba's portfolio, as the KSO agreement was officially awarded to Ramba by Pertamina in June 2011.

The Group will continue to explore and develop our assets.

THESE PAST 12 MONTHS HAVE PROVEN TO BE VERY EXCITING FOR RAMBA AS THE COMPANY HAS CONTINUED TO MAKE PROGRESS IN STRENGTHENING BOTH ITS ENERGY AND LOGISTICS BUSINESS UNITS.

**Note: This valuation was conducted prior to the restructuring with respect to the Group's interest in the Lemang PSC in December 2011.*

Logistics

Ramba's logistics business unit continues to remain a successful and highly profitable business. In line with the business's goal of becoming a truly regional logistics solutions provider, RichLand successfully found new ways to diversify within the logistics sector in 2011, offering new services to clients in Singapore and the Southeast Asia region. In October 2011, the RichLand successfully completed its inaugural project in the marine logistics sector, providing logistics support for offshore oil and gas servicing operations. This major contract marks a milestone for the Group, as is set to expand its range of services in 2012.

Additionally, the successful integration of RichLand LSP Pte. Ltd. ("RichLand-LSP") – a leading chemical logistics solutions provider – into the RichLand Group of Companies, reaffirms the Group's commitment to developing its bulk chemical logistics business. Under new leadership effective October 2011, RichLand-LSP is poised to maximise its strong regional network and contribute further to the company's success.

In addition to these new opportunities, RichLand continues to be a market-leading onshore logistics company in Singapore, as the renewal of several major contracts has cemented its role as a top-tier logistics solutions provider in the domestic market.

2012 And Beyond

As we enter 2012, I am optimistic for what lies ahead for both the oil and gas and logistics business units. I am confident in our company's plan for growth for the next 12 months. Thanks to our leaders and employees, Ramba is positioned to capture new opportunities. I am excited for what the future brings as we look to deliver value to our stakeholders, our employees and our communities.

Mr Aditya Wisnuwardana Seky Soeryadjaya
Chief Executive Officer and Executive Director

From top left clockwise: Mr Chee Teck Kwong Patrick, Mr Daniel Zier Johannes Jol, Mr Aditya Wisnuwardana Seky Soeryadjaya, Mr Tay Ah Kong Bernard, Mr Bambang Nugroho, Ms Lanymarta Ganadjaja, Mr Tan Chong Huat

Mr Tan Chong Huat
Non-Executive Chairman

Mr Tan Chong Huat is the Managing Partner of RHTLaw Taylor Wessing LLP. He is currently the Head of its Corporate and Securities Practice. He also serves as a member of the International Management Board of Taylor Wessing.

Mr Tan graduated with a degree in law from the National University of Singapore and a Master of Law from the University of London. He is an advocate and solicitor in Singapore, a solicitor in England and Wales, and a solicitor in the Supreme Court of New South Wales, Australia. He is a Notary Public and a Commissioner for Oaths. He is a fellow of the Singapore Institute of Arbitrators and the Chartered Institute of Arbitrators and an accredited arbitrator with the China International Economic and Trade Arbitration Commission.

Mr Tan has extensive experience in corporate, banking and project finance law in Singapore and the region, and acted in numerous significant corporate transactions. He has been named a leading practitioner in many reputable professional publications.

Mr Tan is an adjunct associate professor of the Law Faculty, National University of Singapore and the Nanyang Business School, Nanyang Technological University. Besides authoring two leading literature on PRC investment laws, he has co-authored a title on *Corporate Governance of Listed Companies* in Singapore and is a co-editor for another title on *Corporate Governance: The Good, the Bad and the Ugly*.

A Fellow with the Singapore Institute of Directors, Mr Tan is also chairman of corporate governance committees and director of several public listed companies.

Mr Tan's recent appointments include being council member of Corporate Governance Council of the Monetary Authority of Singapore and the Football Association of Singapore.

Mr Aditya Wisnuwardana Seky Soeryadjaya
Chief Executive Officer and Executive Director

Mr Aditya Wisnuwardana Seky Soeryadjaya is Chief Executive Officer and Executive Director of Ramba. He is responsible in setting and managing the group's overall vision, mission and goals. He is in charge of Ramba's investment and fundraising efforts, and oversees the execution of the company's strategy.

Mr Soeryadjaya is a founding member and a Director of Redmount Holdings, one of the major shareholders and the initial founder of Ramba in its current form. Mr Soeryadjaya has helped develop Ramba's logistics and oil and gas business into what it is today. His vision is to make Ramba a regional oil and gas mini-major through continued diversification and growth.

Prior to joining Ramba Energy, Mr Soeryadjaya was with Ernst & Young in New York. He also founded a real estate and mortgage brokerage company in Irvine, California that was eventually acquired by a major real estate brokerage.

Mr Soeryadjaya graduated with a Bachelor of Science degree in Accounting from the University of Southern California in Los Angeles, California.

Mr Daniel Zier Johannes Jol

Commercial Director and Executive Director

Mr Daniel Zier Johannes Jol is Commercial Director and Executive Director of Ramba. He is responsible for the organization's strategic direction and oversees the logistics and oil and gas businesses including the supervision of business development, rebranding, value creation and streamlining of the business. He proactively targets, assesses and executes merger and acquisition opportunities and is heavily involved in the organization's investment, fundraising and budget preparation. Mr Jol's continuous dedication to develop Ramba's oil and gas business has helped to transform Ramba into a growing oil and gas company, in addition to being a stable logistics enterprise.

His prior experience includes Upstream Business Development at Marking Services Inc, and in operations at Ballast Ham Dredging where he was assigned to various reclamation, soil improvement and dredging projects in Southeast Asia.

Mr Jol graduated with a Bachelor of Science degree in Civil Engineering from Purdue University in West Lafayette, Indiana, USA and a Master's Degree in Business Administration from National University of Singapore.

Ms Lanymarta Ganadjaja

Executive Director

Ms Lanymarta Ganadjaja is Executive Director at Ramba. She is responsible for the financial strategy of the Company, as well as supervising matters related to finance, accounting, budget preparation, auditing and taxation on behalf of the Company and its subsidiaries, and assists in managing due diligence and execution of the Company's merger and acquisition activities. Ms Ganadjaja brings with her over 25 years' experience in finance, accounting and auditing.

Prior to joining Ramba, she was the Chief Financial Officer at Tristar. Additionally, Ms Ganadjaja was the Financial Controller and Management Accounting Director at PT Tirta Investama, the holding company of Aqua-Danone in Indonesia. Previous positions include Finance and Accounting Manager at PT Ika Muda Seafoods International and Internal Auditor at Astra Group.

Ms Ganadjaja holds a degree in Economics with a major in Accounting from Parahyangan Catholic University in Bandung, Indonesia. She also holds certificates in Certified Management Accounting, Sarbanes-Oxley Act, Actuary Calculation, Effective Budgeting, Accounting for Merger and Consolidation Financial Reporting, and Oil & Gas Accounting and Financial Reporting.

Mr Bambang Nugroho

Executive Director and Technical Director

Mr Bambang Nugroho is Executive Director of Ramba and a veteran in the oil and gas industry.

Prior to joining Ramba, Mr Nugroho was the Vice President of Business Development at Elnusa Tristar Ramba Limited where he was responsible for project creation to develop existing oil reserves and increase production. He was also with Indonesian state-owned oil and gas company Pertamina, assuming various positions including Director/CEO of the Upstream Business, Vice President of Corporate HSE, ATD of E&P Business Development, General Manager of JOB Pertamina Talisman Canada Ltd, and Exploitation Manager of South Sumatra Region.

Subsequent to Mr Nugroho's appointment at Ramba Energy, he has since been appointed as President and CEO of Elnusa Tristar Ramba Limited. Mr Nugroho has published many papers including "Asset Management: Optimizing the Natural Resources Assets."

Mr Nugroho graduated with a degree in Petroleum Engineering from Bandung Institute of Technology in Bandung, Indonesia.

Mr Chee Teck Kwong Patrick
Independent Director

Mr Chee Teck Kwong Patrick, PBM, was appointed as an Independent Director in 2005.

Mr Chee is an advocate and solicitor of the Supreme Court of the Republic of Singapore since 1980 and is also admitted as a solicitor of the Senior Courts of England and Wales. He is currently practicing as a Senior Legal Consultant with KhattarWong.

Mr Chee is a Notary Public and a Commissioner for Oaths. He is a member of Singapore Institute of Arbitrators and Singapore Institute of Directors. He also sits on the board of China International Holdings Limited, PSC Corporation Ltd, CSC Holdings Limited, Singapore Windsor Holdings Limited, Tat Seng Packaging Group Ltd, Hai Leck Holdings Limited and Hengxin Technology Ltd.

Mr Chee is active in community service and he is also the recipient of the National Day Awards 2003 – The Public Service Medal from the President of Republic of Singapore.

Mr Chee holds a Bachelor of Laws (Hons) Degree from the University of Singapore.

Mr Tay Ah Kong Bernard
Independent Director

Mr Tay Ah Kong Bernard is currently the Non-Executive Chairman of Crowe Horwath First Trust LLP, which is a Certified Public Accountants firm and Chairman of the Risk Committee of RHT Capital Pte. Ltd. ("RHT"). RHT is an approved SGX (Catalist) Continuing Sponsor's Company. Mr Tay is an Independent Director of several public companies listed on the SGX Mainboard and Catalist, including a dual Listing on SEHK Mainboard.

He is the President of the Automobile Association of Singapore and Chairman of Singapore Road Safety Council. Mr Tay is also the Vice – President of the Singapore Productivity Association and a Member of Ministry of Home Affairs – Community Involvement Steering Committee. He was appointed, Senior Advisor to the Government of Huzhou City, Zhejiang Province of the People's Republic of China.

He is a recipient of the Service to Education Award and Community Service Medal and was conferred the Pingat Bakti Masyarakat (Public Service Medal) by the President of Republic of Singapore.

In addition, he was a Member of the Resource Panel of the Government Parliamentary Committees for Home Affairs and Communications. He had also sat on several committees under the Accounting and Corporate Regulatory Authority which includes the Complaints and Disciplinary Panel – Public Accountants Oversight Committee, Standing Law Review Focus Group and Directors' Duties Study Team. He was also a Member of the Singapore Corporate Awards Judging Panel for the Best Annual Report Award.

Mr Tay is a Fellow of the Association of Chartered Certified Accountants (U.K.), the Institute of Certified Public Accountants of Singapore, the Taxation Institute of Australia and the Singapore Institute of Directors. He is also a Chartered Accountant of Malaysia.

Mr Tay has a wide range of experience, from having worked in public accounting firms in the United Kingdom and Singapore, the Inland Revenue Authority of Singapore and companies in commerce, industry and management consulting for a period over 30 years.

Mr Colin Moran
Logistics Director

Mr Colin Moran is the Logistics Director of the Group. He is responsible for the leadership, direction and oversight of all logistics operations under the Group and its subsidiaries. He brings with him over 25 years of experience within the logistics and supply chain industry from Australia, Indonesia, Singapore, and across the Asia-Pacific region.

Mr Moran has extensive experience in contract logistics, express courier and freight forwarding. As Managing Director for Asia, he was part of the Global Management Team which took TNT Logistics private and then rebranded to create CEVA Logistics, one of the world's largest integrated logistics companies. He has successfully managed and restructured several business units within Asia, resulting in significant turnaround for the Indonesian and Asian business units of which he was responsible.

Mr Moran holds several certificates in leadership and supply chain management from various institutions.

Mr Lee Seck Hwee
Chief Financial Officer

Mr Lee Seck Hwee is Chief Financial Officer of Ramba. He is responsible for matters related to corporate finance and treasury, reporting, accounting and taxation for the Group. He is actively involved in the financial and related administrative functions concerning the Group's acquisition and business opportunities.

Mr Lee brings with him over 25 years of finance experience, which includes serving as Head of Finance at the group level of – SMOE, Sembcorp Engineers & Constructors, Trans Eurokars, and Beloit Asia Pacific.

Mr Lee is a Chartered Certified Accountant and a Singapore CPA. He holds a Master of Applied Finance from Macquarie University in Australia. Mr Lee is a fellow of the Association of Chartered Certified Accountants and the Institute of Certified Public Accountants of Singapore.

Mr Chris Whitmee
Senior Advisor

An industry veteran with over 35 years of experience, Mr Whitmee provides counsel to Ramba for technical operations related to the company's assets.

Mr Whitmee has provided previous consulting services to major, multinational oil and gas companies in various countries. He has extensive experience in the Southeast Asia region as he has provided consulting services in Indonesia, Malaysia, Bangladesh, Thailand, the Philippines and Myanmar. He has also worked in the United States, Europe and Africa in various industry positions.

Mr Whitmee holds a degree in Oil Technology from the Royal School of Mines, Imperial College, University of London.

Mr Bambang Satya Murti
General Manager and Senior Technical Expert

Mr Bambang Satya Murti is the General Manager and Senior Technical Expert for the Lemang PSC.

Mr Murti is a geoscientist and lead interpreter with over 20 years of experience in the petroleum industry. Prior to joining Ramba, he worked with Caltex, Huffco, ConocoPhillips, and Halliburton. His last posting was to manage a team to maximize the productivity of seven brown fields in South Sumatra.

Mr Murti is an expert in conducting and leading integrated sub-surface interpretation teams, block acquisition and evaluation. Additionally, he has published many papers and is an active member of the Indonesia Petroleum Association, and the Indonesia Geologist Association (IGA). Mr Murti graduated with a degree in Geology from Gadjah Mada University in Jakarta, Indonesia.

Mr Otong Adisapoetra
Group Head of Health, Safety and Environmental Affairs

Mr Adisapoetra is the Group Head of Health, Safety and Environmental Affairs (HSE) for Ramba, responsible for ensuring safe and sustainable operations in all areas of the Company. He is leading a Company-wide "zero tolerance" policy aimed to increase safety at all Company sites. He brings a passion for safety and the environment to the position.

Prior to joining Ramba, Mr Adisapoetra was the General Manager for the TAC Pertamina – Ellipse Energy Jatirarangon Wahana Ltd. (now known as Ramba Energy Jatirarangon Ltd.)

With 35 years of experience in the oil and gas industry, Mr Adisapoetra has experience in various roles with IIACO (Independent Indonesia American Company/Diamond Shamrock), Maxus Southeast Sumatra Ltd, and Maxus YPF/Repsol (now CNOOC Ltd).

Mr Adisapoetra's achievements include the implementation of ISO-14001 certification for environmental management.

Mr Sutikno Yudi Suharjo
General Manager

Mr Sutikno Yudi Suharjo was appointed General Manager for Ramba in early 2012.

A veteran of the Indonesian oil and gas industry with nearly 30 years of experience, he has worked for several multinational oil and gas exploration and production companies operating in Indonesia, gaining experience in both onshore and offshore operations. His previous work experience includes Asamera Oil, Gulf Resources, and ConocoPhillips. Furthermore, Mr Suharjo gained international experience with Gulf Resources, as he was responsible for the company's engineering operations at sites in Western Canada.

Mr Suharjo holds a master's degree in petroleum engineering from Tulsa University in Tulsa, Oklahoma, USA.

Mr Dixie Bastian
General Manager and Senior Technical Expert

Mr Dixie Bastian is the General Manager and Senior technical expert of the West Jambi KSO.

His prior experience includes Chief Business Development Officer at PT Elnusa TBK, a subsidiary of Indonesian state-owned oil and gas company Pertamina. With almost 30 years' experience, Mr Bastian spent about a third of his career with Gulf Resources Indonesia where he last held the position of Senior Corporate Development Manager. As Senior Corporate Development Manager, Mr Bastian was responsible for the monetization of gas in South Sumatra at time when a gas market did not exist. His achievements include being the team member for the sale of 300 million standard cubic feet ("mmscf") per day of natural gas to the Duri field in Sumatra. He left Gulf during the negotiation of gas to Singapore, and joined RIMS Energy Resources as President & CEO. During his assignment in RIMS he managed to establish a Joint Operating Company with Petronas Carigali Sdn. Bhd. in exploring hydrocarbon in Karapan PSC, offshore East Java.

Mr Bastian leaves Ramba in May 2012.

Mr Paternus Tanggu
General Manager

Mr Paternus Tanggu is the General Manager of the Jatirarangon TAC, responsible for managing all oil and gas operations at the block.

Mr Tanggu oversaw operations to successfully double gas production at from the Jatirarangon block in late 2011.

He brings over 20 years of oil and gas experience to his position, having previously worked with Caltex Pacific Indonesia, California Energy International, and Retco Primi Energi at sites throughout Indonesia.

Mr Tanggu is a recipient of the Caltex Pacific Indonesia Management Award for Excellence due to his efforts to improve CBL work processes and reduce costs during his time with the company. Furthermore, he has written many industry reports on methods to enhance oil and gas recovery processes and maximize asset value. Mr Tanggu is an expert on using steam injection as a method for oil and gas recovery.

Mr Tanggu holds a degree in Petroleum Engineering from the Bandung Institute of Technology, Indonesia.

Mr Tanggu left Ramba in March 2012.

Highlights

- Record year for logistics business; revenue of S$56.8 million
- Successfully raised S$22.8 million through share placement in April 2011
- Doubled gas production; oil and gas revenue increased to S$8.4 million
- Successfully completed S$10 million project in marine logistics sector
- Total assets grew significantly to S$89.7 million

Revenue and Expenses

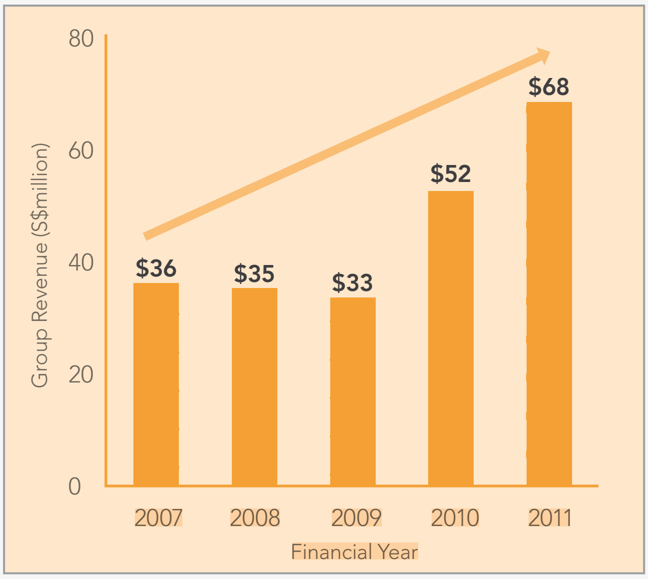
The Group had a record revenue year in 2011 as total Group revenue for the full year grew to S$68.0 million, an increase of 31.5%. The increase is attributed to revenue from the Group's logistics business unit, which achieved its highest revenue year ever in 2011 as a result of several new logistics projects. Additionally, the Group recorded higher revenue from increased oil and gas production from its block in West Java, Indonesia.

Logistics revenue increased by 32% (or S$13.8 million) from 2010; most notably through RichLand's inaugural project in the marine logistics sector, worth approximately S$10 million.

Additionally, the Group recorded a 60.7% increase in oil and gas revenue to S$8.4 million. This was mainly due to the doubling of gas production from the Jatirarangon block, located in West Java, Indonesia.

An increase in operating expenses of S$77.1 million for the year – a 45.2% increase from FY2010 – resulted in a net loss attributable to shareholders of S$8.8 million. The additional expenses were mainly due to costs associated with the Group's continued investment in its oil and gas exploration and production activities, which include an increase in royalty payments, higher salaries and employee benefits due to additional headcount. In addition, the management also provides for a doubtful cash call of S$2.5 million. Taxation expenses were also higher due to higher oil and gas income.

Revenue Year-on-Year



Indonesia: A Growing Market

Revenue from operations in Indonesia – both for the oil and gas and logistics business units – increased significantly in FY2011. Revenue from Indonesia contributed S$20.8 million (30.6%) in total revenue for the year. This marks a significant increase from the S$5.9 million (11.5%) in total revenue for FY2010. The increase in revenue from Indonesia operations is the result of increased oil and gas production, as well as the provision of transport logistics services to BASF Indonesia and SMI, as well as the Group's marine logistics project in offshore Indonesia. Looking ahead, the Group will continue to invest in Indonesia and expects the country to contribute greater revenue in the future.

Balance Sheet

Total assets for the Group grew significantly to S$89.7 million in FY 2011, a 21.7% increase from FY2010. The increase in asset value can be attributed to greater funds made available from a successful share placement in April 2011, in which the Group raised S$22.8 million. Funds from the share placement were primarily used for oil and gas exploration operations.

Total profit for the Group's logistics unit for FY2011 grew significantly to S$2.9 million from S$1.2 million in FY2010.

PERSEVERANCE HAS ITS REWARDS

UNFAZED IN ADVERSITY, OUR STEADFAST DESIRE TO FIND NEW BUSINESS OPPORTUNITIES DRIVES US TO ACHIEVE EVEN MORE

INDONESIA REMAINS ONE OF THE MOST ATTRACTIVE OIL AND GAS MARKETS IN SOUTHEAST ASIA, AS THE CONTINUED GROWTH AND DEVELOPMENT OF THE COUNTRY HAS INCREASED THE DEMAND FOR ENERGY.

OIL AND GAS

Tapping Into New Opportunities

Indonesia remains one of the most attractive oil and gas markets in Southeast Asia, as the continued growth and development of the country has increased the demand for energy and the importance of oil and gas for the domestic economy. Indonesia holds an estimated 3.7 billion barrels in proven oil reserves and 112 trillion cubic feet in proven gas reserves, with even greater amounts of oil and gas in yet-to-be-proven oil and gas resources (BP Statistical Review of World Energy, 2009).

As a company committed to becoming a significant oil and gas producer, Ramba is poised to seize the opportunities that lie in the Indonesian oil and gas market.

With a portfolio of lower-risk onshore assets located entirely in proven regions in Western Indonesia, Ramba is positioned to capture the energy that lies beneath the surface.

Since recording its first revenue from oil and gas in April 2010, the Group has continued to invest in its onshore assets. Ramba's Jatirarangon block – located in West Java, Indonesia – successfully doubled production in October 2011. Furthermore, the Group is continuing to prepare the Lemang and West Jambi blocks for exploration.

Additionally, Ramba is constantly evaluating acquisition opportunities and strategic partnerships to further diversify its portfolio of assets.

The past fiscal year marked a year of maturity for Ramba, as the continued exploration and development of the Group's assets are putting Ramba one step closer to what will hopefully be a dynamic growth curve.

Highlights

Feb:	Oil discovery at Jatirarangon block
April:	Successful share placement raises $22.8 million in funds to be used for exploration activities
April:	Successfully negotiate 70% increase in sale price for gas; additional 3% escalation per year until May 2014
June:	West Jambi KSO agreement finalized with Pertamina giving Ramba the rights to manage the block for 20 years
July:	International petroleum consultancy DeGoyler and MacNaughton values Ramba's stake in Lemang block at US$193.6 million: 511 million barrels of oil* 468 billion cubic feet of gas*
July:	Ramba announces plans to drill Selong-1 well in Lemang block in Q4 2011 (later revised to 2012)
Sept:	Commence drilling of JRR-6 and JRR-7 development wells at Jatirarangon block with goal of doubling gas production
Oct:	Successfully produce gas from JRR-7 well; double gas production for Jatirarangon block to appx 6.8 mmscfd
Dec:	Ramba's interest in the Lemang PSC increases to 51% through restructuring

**Gross prospective recoverable resources*

Jatirarangon TAC Block
West Java, Indonesia

Overview

The Jatirarangon block – located in West Java, Indonesia – continues to hold opportunities for Ramba, as it is the Group's sole producing asset. Located approximately 40 kilometres from Jakarta, the block is in proximity to major markets and existing infrastructure, including transport pipelines and refining facilities. The block is approximately 123 square kilometres and holds seven known formations; Cisubuh, Parigi, Upper Cibulakan, Lower Cibulakan, Talang Akar, and Baturaja.

The Jatirarangon block has been in commercial production since 2004, and holds an estimated 56.7 billion cubic feet of gas reserves. Ramba acquired the block in 2010, following the acquisition of Ellipse Energy Jatirarangon Wahana Ltd. (now known as Ramba Energy Jatirarangon Ltd.), giving the Group 70% working interest in the block. The remaining 30% is owned by PT Wahana Sad Karya as a non-operator. Ramba is under an agreement to supply the gas produced at the Jatirarangon field to Indonesia's gas distribution firm Perusahaan Gas Negara (PGN) until 2014.

Gas Price Increase

Since coming into Ramba's portfolio, the Group has worked to develop the block and increase oil and gas production and maximise value. In April 2011, Ramba successfully negotiated a 70% increase in the sale price of gas with PGN to US$4.332/mmbtu. The price will continue to increase an additional 3% per annum until May 2014.

Gas Production Increase

A successful drilling program resulted in an increase in gas production from the block, with peak production levels at approximately 6.8 mmscfd of natural gas (up from previous levels of 2.8 mmscfd) and 105 barrels of oil per day and condensate.

In September 2011, the Group commenced drilling of two new development wells – JRR-6 and JRR-7 – in the Western closure of the block. The goal of the drilling program was to double production for the block, which was achieved with production from the JRR-7 well. In October 2011, it was announced that the JRR-7 well commenced higher-than-expected gas production of approximately 4.0 mmscfd.

Lemang PSC Block
Sumatra, Indonesia

Overview

The Lemang block – located in Riau and Jambi provinces, Sumatra, Indonesia – holds significant potential for Ramba, as the block indicates a potentially strong upside. The block is located in the South Sumatra basin, a region with one of highest technical success rates for oil and gas exploration. The Lemang block is adjacent to the Jabung block, an already producing block operated by PetroChina with output of approximately 58,000 boepd of oil and gas (Jakarta Post, 2010). In 2009, Ramba purchased a 41% working interest in the block for a purchase price of US$7 million. Since acquiring a stake in the block, the Group and has identified 27 prospects and leads. Ramba's local subsidiary has a 51% interest in the Lemang block*. The Lemang PSC agreement expires in 2037.

Valuation of Block

In July 2011, the Group announced the results of an independent, third party valuation of the Lemang block. International petroleum consultancy DeGoyler & MacNaughton (D&M) valued Ramba's 41% stake in the Lemang block at US$193.6 million**. The report values 10 of Ramba's 27 prospects and leads throughout the block. The valuation estimates the block as holding 511 million barrels of oil and 468 billion cubic feet of gas (gross prospective recoverable resources).

The 10 prospects and leads covered by the report are Akatara, Wajik, Ampyang, Sagon, Arem Arem, SMD-1, CMP-1, Ampyang, Sagon and Wajik.

Drilling on The Horizon

Following the favourable results from the D&M report, Ramba announced the Group's intention to drill the Selong-1 well in the block's Akatara prospect, located in the Southeast portion of the block in proximity to other oil and gas discoveries. The latest D&M evaluation of the Akatara prospect estimates Akatara's mean prospective resources at 147.2 million barrels of oil, not adjusted for the probability of geologic success (Pg), and at 37.4 million barrels of oil when adjusted for geological success at 25.4 per cent.

The Group is confident that the Selong-1 well has prospective resources that can be commercialized quickly. In 2011, Ramba commenced construction of a roadway and well pad to access the prospect.

While drilling was initially scheduled to commence in Q4 2011, it was later revised to commence in 2012 based on additional time required for the regulated tendering process, seasonal weather conditions, and other factors. Ramba is confident that it will commence exploration drilling operations in 2012, as road access and well pad construction already commenced in 2011.

Selong-1 is the first of several new wells in the Lemang block to be drilled by Ramba.

Please visit our corporate website (www.ramba.com) for regular updates and announcements on Ramba's drilling operations for the Lemang PSC and other assets.

**Note: As a result of restructuring with respects to the Group's interest in the Lemang PSC in December 2011.*
***Note: This valuation was conducted prior to the restructuring with respect to the Group's interest in the Lemang PSC in December 2011.*

West Jambi KSO
Sumatra, Indonesia

Overview

The West Jambi KSO is the newest addition to Ramba's oil and gas portfolio. The block is located in the northern part of the hydrocarbon-rich South Sumatra basin, tectonically known as the back-arc basin. The asset is split into two areas; West Jambi I and West Jambi II. The block sits in a proven region for oil and gas exploration with transportation infrastructure nearby, such as the Trans Sumatra Pipeline, which directly intersects with the block.

Ramba controls 100% working interest of the West Jambi KSO.

Successful Bid

In June 2011, Ramba formally executed a KSO agreement with Pertamina following a successful bid for the West Jambi KSO in October 2010. The KSO gives Ramba 100% working interest in the block and the rights to explore and exploit the asset for 20 years.

Ramba is currently reprocessing 2D and 3D seismic data on the asset. Later this year, the Group will commence additional seismic and geological studies. Ramba plans to commence exploration drilling following additional study of the block.

Exploration Operations Underway

In 2011, following the successful acquisition of the West Jambi block, Ramba commenced G&G studies as well as seismic exploration of the block. The Group plans to continue exploration operations on the block throughout 2012 and prepare it for exploration and development drilling.

Moving Forward

As the Group continues to increase its operations in Indonesia, it will continue to evaluate additional opportunities for growth, both organically and through potential acquisitions.

In keeping with its strategy of acquiring and developing lower-risk assets, Ramba will continue to proactively evaluate onshore assets throughout proven regions in Indonesia.

LOGISTICS

2011: A Record Year

Ramba's logistics business unit, RichLand, is coming off a record year, securing a total of S$56.8 million in revenue; the highest amount ever recorded in RichLand's history. This marks the latest in a series of major accomplishments for RichLand, as it recorded a 32% increase in revenue for FY 2011 in addition to the 43% increase it recorded in FY 2010. The major growth of the business in recent years is a result of corporate strategy to focus on increasing its logistics operations throughout Singapore and the Asia Pacific region.

RichLand has continued to succeed despite adverse global economic conditions. Relatively untouched by the 2008 global financial crisis, RichLand has advanced in spite of major issues affecting the industry. RichLand was able to record revenue growth despite the difficult economic conditions. Among other challenges, the logistics business had to overcome higher operating expenses and fuel costs, as well as tighter margins within the logistics sector. RichLand's strategy to maintain long-term relationships with existing customers while pursuing new growth opportunities is reflected in its accomplishments throughout 2011, as RichLand was able to retain 100% of all major contracts for the year.

Looking ahead, RichLand aims to build on this recent success through increasing regional operations and strengthening its international network.

Highlights

Feb:	RichLand secures 2-year contract with 7-Eleven to provide logistics support throughout Singapore
June:	RichLand ventures into offshore oil and gas servicing sector; commences operations on a S$10 million contract
July:	RichLand wins logistics contract with Nippon Express (S) Pte Ltd.
Dec:	Renewal of major chemical logistics contract with Proctor & Gamble International Operations SA Singapore

Expansion And Diversification

RichLand entered the marine logistics sector in June 2011, as it completed its first project in this area. The marine spread project, worth S$10 million, involved accommodation barge chartering and supporting services for a major company in the oil and gas servicing sector. The project was an opportunity for RichLand to provide logistics services in an emerging area within the logistics sector. Moving ahead, RichLand sees significant future opportunities in marine logistics support.

This contract marks the beginning of a new chapter for the logistics business, as RichLand will continue to explore new opportunities within the marine logistics sector specific to oil and gas servicing operations.

Regional Growth

Already a leading logistics solutions provider in Singapore, RichLand has worked throughout 2011 to increase its scope and network across Southeast Asia to become a true regional solutions provider. Through the Group's consistent focus within

Southeast Asia, RichLand is successfully expanding into new markets while still retaining its reputation as a top-tier logistics company within Singapore. With agents spanning from India to South Korea, RichLand is now able to provide logistics solutions to customers throughout Asia Pacific.

Indonesia

Understanding the potential of the country, RichLand expanded into Indonesia in 2007 and refocused on rapid growth in the market in 2010. Since then, RichLand has secured major contracts with BASF, SMI, and – most recently – with PT Chandra Asri Petrochemical TBK (CAP). Awarded to PT RichLand Logistics Indonesia, the warehousing and transport contract with CAP represents a major milestone for RichLand. In addition to being the largest dollar-value contract ever awarded to RichLand, the long-term contract with CAP affirms the Group's commitment to the Indonesian market.

In moving ahead, RichLand looks to grow in Indonesia through providing logistics solutions to clients in the chemical, warehousing, transport and marine logistics sectors.

Chemical Logistics

Initially acquired in 2010, RichLand's chemical logistics unit – RichLand-LSP – became 100% owned and integrated into the RichLand Group of Companies in November 2011. RichLand also appointed new senior management to grow the business throughout the Southeast Asia region. Already equipped with a regional network and strong reputation, RichLand-LSP looks to expand its chemical logistics business through marketing and supplying ISO-tanks and flexitanks to its regional network of clients and partners.

ISO-tanks and flexitanks offer a fuel-efficient and environmentally-conscious solution for bulk liquid chemical distribution, meeting the most stringent of health, safety and environmental standards. RichLand-LSP now has a fleet of over 500 ISO-tanks, all meeting ISO 9001 and 14001 standards for quality management and environmental management, respectively.

Investing In People

During the past year, RichLand was able to build a team of logistics specialists to help support the Group's growth plans. RichLand hired several new industry specialists during 2011, each adding a level of depth and unique capabilities to the business. These individuals will be the driving force in keeping RichLand on its current path.

RichLand is committed to retaining and developing its employees, who bring specific expertise in logistics solutions to the business to the benefit of our clients across the region.

Moving Ahead

RichLand is looking to build upon its major growth in 2010 and 2011. RichLand is in the midst of transitioning from established logistics player in Singapore into becoming a regional logistics company serving clients throughout the Asia Pacific region. Already growing in Indonesia, Malaysia and Singapore, the Group will also look to Thailand and other emerging markets for future growth opportunities.

Ramba Energy Limited (the "Company") and its subsidiaries (collectively, the "Group"), are committed to setting in place corporate governance practices to provide the structure through which the objectives of protection of shareholders' interests and enhancement of long term shareholders' value are met. This report outlines the Company's corporate governance practices with specific reference made to the Code of Corporate Governance 2005 (the "Code").

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 the management to achieve this and the management remains accountable to the Board.

The Board of Directors (the "Board") comprises seven directors of whom four are executive directors, one non-executive and non-independent director, and two independent directors. Their combined wealth and diversity of experience enable them to contribute effectively to the strategic growth and governance of the Group.

The principal functions of the Board, apart from its statutory responsibilities, include:

- Providing entrepreneurial leadership and setting the overall strategy and direction of the Group;
- Reviewing and overseeing the management of the Group's business affairs, financial controls, performance and resource allocation;
- Approving the Group's strategic plans, key business initiatives, acquisition and disposal of assets, significant investments and funding decisions and major corporate policies;
- Oversee the processes of risk management, financial reporting and compliance and evaluate the adequacy of internal controls;
- Approving the release of the Group's quarterly and full-year financial results, related party transactions of material nature and the submission of the relevant checklists to the SGX-ST;
- Appointing directors and key management staff, including the review of performance and remuneration packages; and
- Assuming the responsibilities for corporate governance.

To ensure that specific issues are subject to considerations and review before the Board makes its decisions, the Board has established three board committees, namely, the Audit Committee ("AC"), Nominating Committee ("NC"), and the Remuneration Committee ("RC"), which would make recommendations to the Board. These committees, which operate within clearly defined terms of reference, play an important role in ensuring good corporate governance in the Company and within the Group.

The Board meets regularly throughout the year. During the financial year ended 31 December 2011, the Board held a total of ten meetings. Ad-hoc meetings are convened when circumstances require. The Company's Articles of Association (the "Articles") provide for meetings of the Directors to be held by means of telephone conference or other methods of simultaneous communication be electronic or telegraphic means. The Board also approves transactions through circular resolutions which are circulated to the Board together with all relevant information to the proposed transaction.

The frequency of meetings and the attendance of each director at every board and board committee meetings are disclosed in the table reflected below:

ATTENDANCE REPORT OF DIRECTORS

Name of Director	Board		AC		RC		NC	
	No. of meetings		No. of meetings		No. of meetings		No. of meetings	
	Held	Attended	Held	Attended	Held	Attended	Held	Attended
Mr Tan Chong Huat	10	9	5	5	4	3	1	1
Mr Aditya Wisnuwardana Seky Soeryadjaya	10	10	5	4*	4	4*	1	1*
Mr Daniel Zier Johannes Jol	10	10	5	4*	4	4*	1	1*
Ms Lanymarta Ganadjaja	10	9	5	4*	4	2*	1	1*
Mr Bambang Nugroho	10	9	5	4*	4	2*	1	1*
Mr Chee Teck Kwong Patrick	10	10	5	5	4	4	1	1
Mr Tay Ah Kong Bernard	10	9	5	5	4	4	1	1

* By Invitation

No new director was appointed by the Company during the financial year ended 31 December 2011. The Company conducts comprehensive orientation programs for new directors to familiarise themselves with the Company's structure and organisation, businesses and governance policies. The aim of the orientation program is to give directors a better understanding of the Company's businesses and allow them to assimilate into their new roles. Any directors who have no prior experience as director of a listed company will undergo intensive training and briefing on the roles and responsibilities as directors of a listed company.

New directors are also informed about matters such as the Code of Dealing in the Company's shares. Changes to regulations and accounting standards are monitored closely by the management. To keep pace with such regulatory changes, the Company provides opportunities for ongoing education on Board processes and best practices as well as updates on changes in legislation and financial reporting standards, regulations and guidelines from SGX-ST that affect the Company and/or the directors in discharging their duties.

The Company has adopted a policy where directors are encouraged to make enquiries on any aspects of the Company's operations or business issues from the management. The Chairman or the Chief Executive Officer ("CEO") or the Company Secretary will make the necessary arrangements for the briefings, informal discussions or explanations required.

Directors also have the opportunity to visit the Group's operational facilities and meet with management to gain a better understanding of the business operations.

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.**

As of the date of this report, the Board comprises the following directors:

EXECUTIVE DIRECTORS

Mr Aditya Wisnuwardana Seky Soeryadjaya
Mr Daniel Zier Johannes Jol
Ms Lanymarta Ganadjaja
Mr Bambang Nugroho

NON-EXECUTIVE AND NON-INDEPENDENT DIRECTOR

Mr Tan Chong Huat (Chairman)

INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr Chee Teck Kwong Patrick
Mr Tay Ah Kong Bernard

The Board has adopted the Code's criteria of an independent director in its review and is of the view that all independent non-executive directors have satisfied the criteria of independence. Although the independent directors do not make up one-third of the Board, there is a strong and independent element. Matters requiring the Board's approval are discussed and deliberated with participation from each member of the Board. The decisions are based on collective decisions without any individual influencing or dominating the decision making process.

The Board regularly examines its size and, with a view to determine the impact of its number upon effectiveness, decides on what it considers an appropriate size for itself taking into account the scope and nature of the Company's operations. The composition of the Board is reviewed annually by the NC to ensure that there is an appropriate mix of expertise and experience to enable management to benefit from a diverse perspective of issues that are brought before the Board. Together, the directors as a group provide core competencies in business, investment, legal, audit, accounting and tax matters.

The profiles of the Board are set out in pages 9-11 of the Annual Report.

The non-executive and independent directors participate actively during Board meetings. The Company has benefited from management's access to its directors for guidance and exchange of views both within and outside of the meetings of the Board and Board Committees. The non-executive and independent directors communicate amongst themselves and with the Company's auditors and senior management. When necessary, the Company co-ordinates informal meetings for non-executive and independent directors to meet without the presence of the executive directors and/or management.

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.**

The Company has a separate Chairman and CEO to ensure an appropriate balance of power, increased accountability and greater capacity for the Board in terms of independent decision making. The Chairman is a non-executive and non-independent director. The Chairman ensures that board meetings are held when necessary and sets the board meeting agenda in consultation with the CEO. The Chairman ensures that board members are provided with complete, adequate and timely information. The Chairman ensures that procedures are introduced to comply with the Code and ensures effective communications within the board and with the shareholders.

The CEO is the most senior executive in the Company and bears executive responsibility for the Company's business, while the Chairman bears responsibility for the workings of the Board.

All decisions made by the Board are subject to approval of the Board. The Board believes that there are adequate safeguards in place to ensure an appropriate balance of power and authority within the spirit of good corporate governance.

BOARD MEMBERSHIP

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

The Board established the NC which currently consists of three directors, a majority of whom are independent. The NC is chaired by an independent director Mr Chee Teck Kwong Patrick, who is not directly associated with a substantial shareholder, and is not a substantial shareholder. The other members are Mr Tay Ah Kong Bernard and Mr Tan Chong Huat.

The NC is regulated by its terms of reference and its key functions include:

- Reviewing the Board structure, size and composition;
- Assessing nominees or candidates for appointment or election to the Board and making plans for succession, in particular for the Chairman and the CEO;
- Assessing the effectiveness of the Board as a whole;
- Assessing the contribution, performance and effectiveness of the Board, in particular when a director has multiple board representations and having regard to the director's contribution and performance;
- Reviewing the independence of the directors on an annual basis; and
- Deciding whether a director is able to and has been adequately carrying out his or her duties as a director of the Company based on internal guidelines such as attendance, contactability and responsiveness.

The NC meets at least once a year. Pursuant to the Company's Articles of Association, each director of the Company shall retire from office at least once every three years. Directors who retire are eligible to stand for re-election.

All directors submit themselves for re-nomination and re-election at regular intervals of at least once every three years. Article 107 of the Articles requires one-third of the Board to retire and submit themselves for re-election by shareholders at each Annual General Meeting ("AGM"). In addition, Article 117 of the Articles provides that every new director must retire and submit themselves for re-election at the next AGM of the Company following his appointment during the year.

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
Tan Chong Huat	Chairman	17 February 2004	27 April 2010
Mr Aditya Wisnuwardana Seky Soeryadjaya	Director	30 June 2008	27 April 2010
Ms Lanymarta Ganadjaja	Director	30 June 2008	26 April 2011
Mr Bambang Nugroho	Director	1 August 2008	23 April 2009
Mr Daniel Zier Johannes Jol	Director	17 November 2008	23 April 2009
Mr Tay Ah Kong Bernard	Director	4 June 2008	26 April 2011
Mr Chee Teck Kwong Patrick	Director	17 February 2004	23 April 2009

The NC has also adopted internal guidelines addressing the commitments that are faced when directors serve on multiple boards. For the current financial year, the Board is satisfied that each Director has allocated sufficient time and resources to the affairs of the Company. The Company has in place, policies and procedures for the appointment of new directors, including the description on the search and nomination procedures. Each member of the NC shall abstain from voting on any resolutions and making recommendations and/or participating in any deliberations of the NC in respect of his renomination as a director.

The NC has recommended and the Board has approved the re-election of Mr Bambang Nugroho, Mr Daniel Zier Johannes Jol and Mr Chee Teck Kwong Patrick, who are retiring at the AGM.

The key information regarding directors such as academic and professional qualifications, board committees served, directorships or chairmanships both present and past held over the preceding three years in other listed companies and other major appointments, whether the appointment is executive or non-executive are set out in pages 36-38 of the Annual 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.

In line with the principles of good corporate governance, the Board has implemented a process to evaluate its performance as a whole. The performance criteria include financial targets, the contribution by directors, their expertise, their sense of independence and their industry knowledge. This encourages constructive feedback from the Board and leads to an enhancement of its performance over time. The Board has met to discuss the evaluation of the Board's performance and has adopted a formal evaluation process to assess the effectiveness of the Board as a whole. The NC has decided unanimously, that the directors will not be evaluated individually but factors taken into consideration for the re-nomination are the extent of their attendance, participation and contributions in the proceedings of the meetings.

The NC, in considering the re-appointment of any director, had considered but not limited to attendance record at meetings of the Board and Board committees, intensity of participation at meetings and the quality of contributions.

ACCESS TO INFORMATION

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

In order to ensure that the Board is able to fulfil its responsibilities, the management is required to provide adequate and timely information to the Board on Board affairs and issues that require the Board's decision as well as ongoing reports relating to the operational and financial performance of the Company and the Group. For subjects that require the Board's decision, relevant management staff are invited to attend at a specific allocated time during the board and board committee meetings. Periodic financial reports, budgets, forecasts, material variance reports, disclosure documents are provided to the Board, where appropriate, prior to the Board meeting.

The Board has separate and independent access to the key management staff at all times. Where necessary, the Company will, upon the request of directors (whether as a group or individually), provide them with independent professional advice, to enable them to discharge their duties. The costs of such professional advice will be borne by the Company.

The Board has independent access to the Company Secretary, who provides the Board with regular updates on the requirements of the Companies Act and all the rules and regulations of the SGX-ST. The Company Secretary or his representatives attend all Board meetings and Board Committee meetings and assists the Chairman of the Board and Board Committees in ensuring that the relevant procedures are followed and reviewed such that the Board and Board Committees function effectively. The decision to appoint or remove the Company Secretary is a decision made by the Board as a whole.

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 Group's remuneration policy is to provide compensation packages at market rates which reward successful performance and attract, retain and motivate directors and key management executives.

The RC comprises three directors, a majority of whom are independent. Mr Chee Teck Kwong Patrick chairs the RC with Mr Tan Chong Huat and Mr Tay Ah Kong Bernard as members. In discharging their duties, the members have access to advice from the internal human resources personnel, and if required, advice from external consultants.

The RC recommends to the Board a framework for the remuneration for the Board and key executives and to determine specific remuneration packages for each executive director which is based on transparency and accountability.

The RC is regulated by its terms of reference and its key functions include:

- Reviewing and recommending to the Board a framework of remuneration and specific remuneration packages for all directors of the Company;
- Reviewing the service contracts of the executive directors;
- Reviewing and enhancing the compensation structure with incentive performance base for key executives;
- Overseeing the general compensation of employees of the Group with a goal to motivate, recruit and retain employees and directors through competitive compensation and progressive policies; and
- Administering the Ramba Group Share Option Scheme ("RGSOS") and Ramba Group Performance Share Plan ("RGPSP").

The RC recommends, in consultation with the Chairman of the Board, a framework of remuneration policies for key executives and directors serving on the Board and Board Committees, and determines specifically the remuneration package for each executive director of the Company. The RC considers relevant aspects of remuneration including but not limited to directors' fees, salaries, allowances, bonuses, share options performance shares and benefits in kind. In addition, the RC also reviews the remuneration of senior management. The RC's recommendations are submitted to the entire Board. Each member of the RC shall abstain from voting on any resolutions and making any recommendations and/or participating in any deliberations of the RC in respect of his remuneration package.

The RC administers both the RGSOS and RGPSP for the Company's executive, including its directors and employees (the "Schemes"). Both 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.

The RC determines and approves the allocation of the share options and awards, the date of grant and the price thereof under the Schemes. Details of the Schemes are set out in the Directors' Report.

BOARD PERFORMANCE

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 Company takes into consideration the remuneration packages and employment conditions within the industry as well as the Group's relative performance and the performance of its individual directors.

The non-executive independent directors are paid directors' fees taking into account factors such as the effort and time spent and the scope of responsibilities of the directors. Directors' fees are recommended by the Board for approval at the Company's AGM.

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

The service contracts entered into with the four executive directors, namely (1) Mr Aditya Wisnuwardana Seky Soeryadjaya, (2) Mr Daniel Zier Johannes Jol, (3) Ms Lanymarta Ganadjaja and (4) Mr Bambang Nugroho are reviewed by the RC and provide for termination by either party giving to the other not less than six months prior written notice except for Mr Bambang Nugroho which provides for three months prior written notice.

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 showing the level and mix of each director and executive officer (only those who were in service for FY2011) is available on page 130.

Top 5 Executives of the Group

The gross remuneration received by the top 5 executives of the Group is as follows:-

Range	No of Executives
S$250,000 to S$500,000	4
Below S$250,000	1

The remuneration of the top executives (who are not directors of the Company) was shown on a "no name" basis on concern over poaching of these executives by competitors.

Remuneration of Employees Related to Directors

As at 31 December 2011, we have two employees who are related to the directors of the Company as follows:

(1) An employee who is related to Mr Tan Chong Huat, the non-executive Chairman of the Company who has been a Director of a subsidiary of the Company since 2009 and he has resigned as the director of the subsidiary on 25 July 2011.

(2) An employee who is related to Ms Lanymarta Ganadjaja, an executive director of the Company who has been a President Director of a subsidiary of the Company since 2009. This subsidiary company became a subsidiary through a restructuring exercise which was completed in December 2011.

The basis of determining the remuneration of the related employee is the same as the basis of determining the remuneration of other unrelated employees. There are no employees who are immediate family members of a director whose remuneration exceeds $150,000 during FY2011.

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 understands its accountability to the shareholders on the Group's position, performance and progress. The objectives of the presentation of the annual audited financial statements, full-year and quarterly results to its shareholders are to provide the shareholders with a balanced and understandable analysis and explanation of the Group's financial performance, position and prospects.

The management understands its role to provide all members of the Board with a balanced and understandable assessment of the Group's performance, position and prospects.

Audit Committee ("AC")

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

The AC currently comprises of three directors, a majority of whom are independent. Mr Tay Ah Kong Bernard chairs the AC. The other members are Mr Chee Teck Kwong Patrick and Mr Tan Chong Huat.

The Board is of the view that the members of the AC are appropriately qualified in that they have sufficient accounting or related financial management expertise and experiences to discharge the AC's function.

The AC comprises members who have sufficient experience in finance, legal and business fields.

The role of the AC is to assist the Board with discharging its responsibility to safeguard the Company's assets, maintain adequate accounting records and develop and maintain effective systems of internal control.

The Terms of Reference of the AC is in accordance with the guidelines recommended in the guidebook by the Audit Committee Guidance Committee released in October 2008.

The AC has its terms of reference as follows:

- Reviewing with the Group's external auditors, their audit plan, evaluation of the internal accounting controls, audit report, and any matters which the external auditors wish to discuss;
- Reviewing the Group's financial reports to ensure its integrity and all financial announcements relating to the Group's financial performance for submission to the Board for approval;
- Reviewing with the internal auditors, the scope and results of internal audit procedures as well as the effectiveness of the internal audit function and their evaluation of the internal control system;
- Reviewing interested person transactions in accordance with the requirements of the SGX-ST Listing Manual;
- Evaluating the scope and results of the audit and its cost effectiveness and the objectivity and independence of the external auditors annually and nominating external auditors for appointment or re-appointment; and
- Reviewing the Company's procedures for detecting fraud and whistle-blowing matters and to ensure that arrangements are in place by which the Group's personnel may, in confidence, raise concerns about possible improprieties in matters of financial reporting, financial control, or any other matters.

The AC has the explicit authority to investigate any matter within its terms of reference and full access to and cooperation by the Group's management. It has the discretion to invite any director or member of the Group's management to its meetings. The AC has been given reasonable resources to enable it to discharge its functions properly.

Where, by virtue of any vacancy in the membership of the AC for any reason, the number of members is reduced to less than three, the Board shall, within three months thereafter, appoint such number of new members to the AC. The AC meets at least four times a year and as and when necessary.

Apart from the duties listed above, the AC shall commission and review the findings of internal investigations into matters where there is any suspected fraud or irregularity, or failure of internal controls or infringement of any Singapore law, rule or regulation which has or is likely to have a material impact on the Group's operating results and/or financial position. Each member of the AC shall abstain from voting on any resolutions and making any recommendations and/or participating in any deliberations of the AC in respect of matters in which he is interested.

Annually, the AC meets with the internal and external auditors separately without the presence of the management. For the financial year under review, the AC had reviewed the non-audit services provided by the external auditors, which comprise tax advisory services and was satisfied to the extent that such services will not prejudice the independence and objectivity of the external auditors. The fees that are charged to the Group by the external auditors for audit and non-audit services were approximately S$245,000 and S$57,000 respectively for the financial year ended 31 December 2011.

The AC has recommended to the Board the re-appointment of Ernst & Young LLP, as external auditors at the forthcoming AGM of the Company.

The Audit Committee and the Board of Directors of the Company confirmed that in appointing the auditing firms for the Company, subsidiaries and significant associated companies, the Group has complied with SGX-ST Listing Rules 712 and 715 respectively.

Fraud and Whistle-Blowing Policy

The AC has in consultation with the Board, initiated the implementation of fraud and whistle-blowing policy for all employees including overseas subsidiaries and associates. This policy aims to provide an avenue for employees to raise concerns and reassurance that they will be protected from reprisals or victimisation for fraud and whistle-blowing in good faith.

The Board noted that no incidents in relation to the whistle blowing matters have been raised during the year by any staff to indicate possible improprieties in matters of financial reporting, financial control, or any other matters.

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 is responsible for the overall internal control framework, but acknowledges that no cost-effective internal control system will preclude all errors and irregularities. The system is designed to manage rather than eliminate the risk of failure to achieve business objectives, and can provide only reasonable and not absolute assurance against material misstatement or loss. The internal controls in place will address the financial, operational and compliance risks and the objectives of these controls are to provide reasonable assurance that there are no material financial misstatements or material loss and assets are safeguarded.

Relying on the reports from the internal and external auditors and management representation letters, the AC carried out assessments 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 and the 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.

Material associates and joint ventures which the Company does not control, are not dealt with for the purposes of this statement.

Based on the various management controls put in place and the reports from the internal and external auditors, reviews by the management and the management representation letters and in the absence of any evidence to the contrary, the Board with the concurrence of the AC is of the opinion that the system of internal controls addressing financial, operational and compliance risks maintained by the Group during the year are adequate in meeting the needs of the Group and provide reasonable assurance against material financial misstatements or material loss and to safeguarding the Group's assets.

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 judgment in decision making, human error, losses, fraud or other irregularities.

The Company has a Risk Management Committee ("RMC") which is in the process of formalising the Company's risk management policy and procedures. The RMC was formed on 14 November 2011 and comprises Ms Lanymarta Ganadjaja as the Chairperson and Mr Daniel Zier Johannes Jol, Mr Colin Moran, Mr Lee Seck Hwee, Mr Guy Markham and Mr Ronald Ang as members.

Internal Audit

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

The Company outsources its internal audit functions to Messrs Crowe Horwath First Trust Risk Advisory Pte Ltd ("IA"). The internal audit plan is submitted to the AC for approval prior to the commencement of the internal audit work. The IA reviews the effectiveness of internal controls in accordance with the internal audit plan. The IA has a direct and primary reporting line to the AC and assist the AC in overseeing and monitoring the implementation and improvements required on internal control weaknesses identified.

Mr Tay Ah Kong Bernard, AC Chairman of the Company, has declared to the Directors that he is the non-executive chairman of Crowe Horwath First Trust LLP, the holding company of our outsourced internal auditors, Crowe Horwath First Trust Risk Advisory Pte Ltd. We are not presently aware of any conflict of interest arising from his capacity as non-executive chairman of Crowe Horwath First Trust LLP. He abstains from any voting on any resolution where it relates to the appointment of Crowe Horwath First Trust LLP and its related companies.

COMMUNICATION WITH SHAREHOLDERS

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

In line with the continuous obligations of the Company under the SGX-ST Listing Manual and the Companies Act, the Board's policy is that all shareholders should equally and on a timely basis be informed of all major developments that impact the Group.

Communication is made through:

- Annual reports that are prepared and sent to all shareholders. The Board ensures that the annual report includes all relevant information about the Company and the Group, including future developments and other disclosures required by the Singapore Companies Act and Singapore Financial Reporting Standards;
- Quarterly announcements containing a summary of the financial information and affairs of the Group for that period;
- Notices of an explanatory memoranda for AGMs and Extraordinary General Meetings;
- Press and news releases on major developments of the Company and the Group;
- Disclosure of all major announcements to the SGX-ST; and
- The Company's website at http://www.ramba.com at which our shareholders can access financial information, corporate announcements, press releases, annual reports and a profile of the Group.

The Company does not practice selective disclosure, price sensitive information is first publicly released through SGX-Net prior to the Company meeting with any investors or analysts. All shareholders of the Company will receive the Annual Report with notice of AGM.

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

Our shareholders are encouraged to attend the AGM to ensure a high level of accountability and to be updated on the Company's strategies and goals. Notice of the AGM is dispatched to shareholders, together with explanatory notes or a circular on items of special businesses (if necessary), at least fourteen clear calendar days before the meeting. The Board welcomes questions from shareholders who wish to raise issues, either informally or formally before or during the AGM. The Chairman of the AC, NC and RC are normally present and available to address questions relating to the work of their respective committees at general meetings. Furthermore, the external auditors are present to assist our Board in addressing any relevant queries by our shareholders.

The Board also notes that there should be a separate resolution on each substantially separate issue that is to be tabled at the general meeting.

MATERIAL CONTRACTS

Save as disclosed in the Directors' Report and notes to the financial statements, there are no other material contracts of the Company or its subsidiaries involving the interest of any director or controlling shareholders subsisting as at the financial year ended 31 December 2011.

INTERESTED PERSON TRANSACTIONS

There were no interested party transactions between the Company and any of its interested persons (namely, directors, executive officers or controlling shareholders of the Group or the associates of such directors, executive officers or controlling shareholders) subsisting for the year ended 31 December 2011.

In accordance with the recommendations by the Audit Committee Guidance Committee, the Company has adopted an interested person transaction policy which specifies that all interested transactions with an interested person, as defined in the policy, will be at arm's length and on terms generally available to an unaffiliated third party under the same or similar circumstances.

Except for the limited exceptions set in the policy, transactions with interested persons that will exceed S$100,000 in any calendar year must receive the approval of the Board prior to the Company entering into the 'interested transaction'.

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

DEALINGS IN SECURITIES

The Company has adopted its own internal Code of Conduct to provide guidance to all officers and employees of the Company and its subsidiaries with regard to dealings in the Company's securities in compliance with Rule 1207 (19) of the Listing Manual of the SGX-ST. The Group's officers and employees are prohibited from dealing in the Company's securities while in possession of unpublished price-sensitive information of the Group, as well as during the periods commencing two weeks before the announcement of the Company's quarterly results and one month before the announcement of the Company's full year results and ending on the date of the announcement of the relevant results.

Directors and executives are also expected to observe insider-trading laws at all times even when dealing with securities within the permitted trading period.

UTILISATION OF PROCEEDS

The Company has progressively announced via SGXNET that the net proceeds of S$22.80 million raised from the private placement on 14 April 2011 has been fully utilised mainly for the funding of oil and gas projects, which include capital expenditure, operating expenses and professional fees.

NON-CONFLICT OF INTEREST

Mr Tan Chong Huat, non-executive Chairman of the Company, has declared to the Directors that he is the Managing Partner of RHTLaw Taylor Wessing LLP ("RHTLaw Taylor Wessing") and a director and a shareholder (holding in trust for beneficiaries) of RHT Corporate Advisory Pte. Ltd. ("RHT Corporate Advisory"). We are not presently aware of any conflict of interest arising from his aforesaid roles. He abstains from any voting on any resolution where it relates to the appointment of RHTLaw Taylor Wessing or RHT Corporate Advisory and their related companies.

Mr Tay Ah Kong Bernard, AC Chairman of the Company, has declared to the Directors that he chairs the risk committee of RHT Capital Pte. Ltd. ("RHT Capital") from 26 August 2011. Mr Tay is appointed as the independent Chairman and member of the risk committee of RHT Capital which, inter-alia, oversees and advises on all risk, independence and conflict of interest aspects of RHT Capital's activities. Mr Tay is not a Director of RHT Capital. Mr Tay was also the Chairman of the risk committee of KW Capital Pte Ltd ("KW Capital") until he stepped down on 27 April 2011. Mr Tay was a Non-Executive Director of KW Capital from 3 March 2008 to 1 January 2009 and became a Consultant from 2 January 2009 to 27 April 2011. We are not presently aware of any conflict of interest arising from his aforesaid roles. He abstains from any voting on any resolution where it relates to the appointment of RHTLaw Taylor Wessing or RHT Corporate Advisory which are related to RHT Capital.

PARTICULARS OF DIRECTORS PURSUANT TO THE CODE OF CORPORATE GOVERNANCE

Name of Director	Academic/ Professional Qualifications	Board Appointment Executive/ Non-executive	Board Commitees as Chairman or Member	Directorship Date First Appointed	Directorship/ in other Listed Companies and other major appointments	Past directorships in other Listed Companies and other major appointments over the preceding 3 years
Mr Tan Chong Huat	Bachelor of Law degree from the National University of Singapore and Master of Law degree from the University of London. He is an Advocate and Solicitor in Singapore, England and Wales, and New South Wales, Australia, a Notary Public and a Commissioner for Oaths	Non-executive Chairman and Non-independent Director	Member of the Audit Committee, Nominating Committee, and Remuneration Committee, and Non-executive Chairman of the Board	17 Feb 2004	• Luye Pharma Group Ltd. • Asia Water Technology Ltd. • China Fashion Holdings Limited	• Artivision Technologies Ltd. • Sinwa Limited • Renewable Energy Asia Group Limited • Chasen Holdings Limited • Asia Environment Holdings Ltd • Swing Media Technology Group Limited • Swissco Holdings Limited
Mr Aditya Wisnuwardana Seky Soeryadjaya	Bachelor of Science degree in Accounting from the University of Southern California in Los Angeles, California, USA	Chief Executive Officer and Executive Director	NIL	30 Jun 2008	NIL	NIL

PARTICULARS OF DIRECTORS PURSUANT TO THE CODE OF CORPORATE GOVERNANCE

Name of Director	Academic/ Professional Qualifications	Board Appointment Executive/ Non-executive	Board Commitees as Chairman or Member	Directorship Date First Appointed	Directorship/ in other Listed Companies and other major appointments	Past directorships in other Listed Companies and other major appointments over the preceding 3 years
Mr Daniel Zier Johannes Jol	Bachelor of Science degree in Civil Engineering from Purdue University in West Lafayette, Indiana, USA and Master in Business Administration degree from the National University of Singapore	Commercial Director and Executive Director	NIL	17 Nov 2008	NIL	NIL
Ms Lanymarta Ganadjaja	Degree in Economics with a major in Accounting in Parahyangan Catholic University in Bandung, Indonesia	Executive Director	NIL	30 Jun 2008	NIL	NIL
Mr Bambang Nugroho	Degree in Petroleum Engineering from the Bandung Institute of Technology in Bandung, Indonesia	Executive Director	NIL	1 Aug 2008	NIL	NIL

PARTICULARS OF DIRECTORS PURSUANT TO THE CODE OF CORPORATE GOVERNANCE

Name of Director	Academic/ Professional Qualifications	Board Appointment Executive/ Non-executive	Board Commitees as Chairman or Member	Directorship Date First Appointed	Directorship/ in other Listed Companies and other major appointments	Past directorships in other Listed Companies and other major appointments over the preceding 3 years
Mr Chee Teck Kwong Patrick	Bachelor of Law (Hons) degree from the University of Singapore He is an Advocate and Solicitor of the Supreme Court of the Republic of Singapore since 1980; a Notary Public and a Commissioner for Oaths	Independent Director	Chairman of the Nominating Committee and Remuneration Committee and member of the Audit Committee	17 Feb 2004	• CSC Holdings Limited • Hengxin Technology Ltd. • Hai Leck Holdings Limited • PSC Corporation Ltd • Singapore Windsor Holdings Limited • Tat Seng Packaging Group Ltd • China International Holdings Limited	King's Safetywear Limited (delisted in 2008)
Mr Tay Ah Kong Bernard	Fellow of the Association of the Chartered Certified Accountants of United Kingdom, the Taxation Institute of Australia and the Singapore Institute of Directors. He is also a Chartered Accountant of Malaysia and a Fellow of the Institute of Certified Public Accountants of Singapore	Independent Director	Chairman of the Audit Committee, member of the Nominating Committee and Remuneration Committee	4 Jun 2008	• China Hongxing Sports Limited • China Yongsheng Limited • Hengxin Technology Ltd. • Juken Technology Limited • Oakwell Engineering Limited • Asia Water Technology Ltd.	• Man Wah Holdings Limited (delisted on 15 September 2009) • Reyoung Pharmaceutical Holdings Limited

The details on shareholdings of the directors are disclosed on pages 40-41 of the Annual Report under Directors' Interest in Share or Debentures section of the Directors' Report.

. CONTENTS

The Directors are pleased to present their report to the members together with the audited consolidated financial statements of Ramba Energy Limited (the "Company") and its subsidiaries (collectively, the "Group") and the balance sheet and statement of changes in equity of the Company for the financial year ended 31 December 2011.

DIRECTORS

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

Tan Chong Huat	-	Non-Executive Chairman/Director
Aditya Wisnuwardana Seky Soeryadjaya	-	Chief Executive Officer/Executive Director
Daniel Zier Johannes Jol	-	Executive Director
Lanymarta Ganadjaja	-	Executive Director
Bambang Nugroho	-	Executive Director
Chee Teck Kwong Patrick	-	Independent Director
Tay Ah Kong Bernard	-	Independent Director

ARRANGEMENTS TO ENABLE DIRECTORS TO ACQUIRE SHARES AND DEBENTURES

Except as disclosed under share options, neither at the end of nor at any time during the financial year was the Company a party to any arrangement whose objects are, or one of whose object is, to enable the Directors of the Company to acquire benefits by means of the acquisition of shares or debentures of the Company or any other body corporate.

DIRECTORS' INTEREST IN SHARES

The following Directors, who held office at the end of the financial year, had, according to the register of directors' shareholdings required to be kept under Section 164 of the Singapore Companies Act, Cap. 50, interests in shares and share options of the Company and related corporations (other than wholly-owned subsidiaries) as stated below:-

Name of director	Holdings at beginning of the year	Holdings at end of the year
The Company		
Aditya Wisnuwardana Seky Soeryadjaya		
- Ordinary shares	222,000	592,000
- Options to subscribe for ordinary shares between 13/09/2011 to 03/10/2016	666,000	229,000*
Daniel Zier Johannes Jol		
- Ordinary shares	212,000	489,000
- Options to subscribe for ordinary shares between 13/09/2011 to 03/10/2016	806,000	601,000
Lanymarta Ganadjaja		
- Ordinary shares	176,000	404,000
- Options to subscribe for ordinary shares between 13/09/2011 to 03/10/2016	668,000	567,000

DIRECTORS' INTEREST IN SHARES (CONT'D)

Name of director	Holdings at beginning of the year	Holdings at end of the year
Bambang Nugroho		
- Ordinary shares	151,000	354,000
- Options to subscribe for ordinary shares between 13/09/2011 to 03/10/2016	592,000	567,000
Tan Chong Huat		
- Ordinary shares	100,000	200,000
- Options to subscribe for ordinary shares between 13/09/2011 to 13/09/2012	304,000	152,000
Chee Teck Kwong Patrick		
- Ordinary shares	90,000	170,000
- Options to subscribe for ordinary shares between 13/09/2011 to 13/09/2012	244,000	122,000
Tay Ah Kong Bernard		
- Ordinary shares	40,000	120,000
- Options to subscribe for ordinary shares between 13/09/2011 to 13/09/2012	240,000	120,000

* As at 4 March 2011, 229,000 options have been granted to Mr Aditya Wisnuwardana Seky Soeryadjaya upon the Company's shareholders approval at the Extraordinary General Meeting.

There was no change in any of the above-mentioned interests in the Company between the end of the financial year and 21 January 2012.

Except as disclosed in this report, no Director who held office at the end of the financial year had interest in shares, share options, warrants or debentures of the Company, or of related corporations, either at the beginning of the financial year, or at the end of the financial year.

DIRECTORS' CONTRACTUAL BENEFITS

Except as disclosed in the financial statements, since the end of the previous financial year, no director of the Company has received or become entitled to receive a benefit by reason of a contract made by the Company or a related corporation with the director, or with a firm of which the director is a member, or with a company in which the director has a substantial financial interest.

SHARE OPTIONS

At an Extraordinary General Meeting held in 2007, shareholders approved the Ramba Group Share Option Scheme for the granting of non-transferable options that are settled by physical delivery of the ordinary shares of the Company, to eligible senior executives and employees respectively.

The Remuneration Committee ("RC") is responsible for administering the Ramba Group Share Option Scheme ("RGSOS") and the Ramba Group Performance Share Plan ("RGPSP").

SHARE OPTIONS (CONT'D)

The Committee members comprise of three directors, Mr Chee Teck Kwong Patrick (Chairman), Mr Tan Chong Huat and Mr Tay Ah Kong Bernard.

At the 4 March 2011 Extraordinary General Meeting, the Company's shareholders approved the RGSOS participation of Mr. Aditya Wisnuwardana Seky Soeryadjaya, an associate of the controlling shareholder of the Company. The number of the shares granted was 229,000 at the exercise price of S$0.38 per share.

On 28 March 2011, the Company granted 407,000 share options to the employees under the RGSOS at the exercise price of S$0.485 per share. These options expires on 28 March 2013 and are exercisable if the employee remains in service as of the exercise date (ie. 28 March 2012).

On 3 October 2011, the Company granted another 1,290,000 share options (other than controlling shareholders and their associates) under the RGSOS at the exercise price of $0.390 per share. The vesting period of these options is 3 years from the grant date and expires on 3 October 2016. The options are exercisable if the employee remains in services as of the exercise date (ie. 3 October 2014).

At the end of the financial year, details of the options granted under the RGSOS, are as follows:

Date of grant of options	Exercise price of the options	Options outstanding at 01/01/2011	Options granted	Options cancelled	Options expired	Options outstanding at 31/12/2011	Exercise period
16/10/2009	S$0.69	3,350,000	–	–	3,350,000	–	N/A
13/09/2010	S$0.38	1,251,000	229,000	–	–	1,480,000	13/09/2011 – 13/09/2012
28/03/2011	S$0.485	–	407,000	34,000	–	373,000	28/03/2012 – 28/03/2013
3/10/2011*	S$0.39	–	1,290,000	–	–	1,290,000	3/10/2014 – 3/10/2016
		4,601,000	1,926,000	34,000	3,350,000	3,143,000	

* the aggregate number of options granted on 3 October 2011 was 1,909,000, of which, 619,000 share options are granted to Mr Aditya Wisnuwardana Seky Soeryadjaya, an associate of the controlling shareholder of the Company, which would be subject to shareholder approval at the forthcoming Annual General Meeting ("AGM").

There was no option being exercised during the year.

SHARE OPTIONS (CONT'D)

Name of Participant	Balance as at 01/01/2011	Options granted for financial year 2011	Aggregate options granted since commencement of RGSOS to 31/12/2011	Aggregate options expired since commencement of RGSOS to 31/12/2011	Aggregate options outstanding as at 31/12/2011
Aditya Wisnuwardana Seky Soeryadjaya	666,000	229,000	895,000	666,000	229,000
Daniel Zier Johannes Jol	806,000	430,000	1,236,000	635,000	601,000
Lanymarta Ganadjaja	668,000	430,000	1,098,000	531,000	567,000
Bambang Nugroho	592,000	430,000	1,022,000	455,000	567,000
Tan Chong Huat	304,000	–	304,000	152,000	152,000
Chee Teck Kwong Patrick	244,000	–	244,000	122,000	122,000
Tay Ah Kong Bernard	240,000	–	240,000	120,000	120,000
Key executives of the Group	764,000	208,000	972,000	352,000	620,000

SHARE AWARDS

At the 4 March 2011 Extraordinary General Meeting, the Company's shareholders approved the RGPSP participation of Mr. Aditya Wisnuwardana Seky Soeryadjaya, an associate of the controlling shareholder of the Company. The number of the shares granted was 443,000.

On 28 March 2011, the Company granted 928,000 share awards to the employees under the RGPSP. The share awards will be released over the next three years from the date of the grant in equal one third proportion of the total share awards granted.

On 3 October 2011, the Company also granted 1,609,000 share awards and 3,533,500 bonus awards (other than controlling shareholders and their associates) under the RGPSP. The share awards will be released over three years from the grant date in equal one third proportion of the total share awards granted. The bonus awards will be released as follow:

- 10% after 1st Anniversary of the grant date
- 15% after 2nd Anniversary of the grant date
- 20% after 3rd Anniversary of the grant date
- 25% after 4th Anniversary of the grant date
- 30% after 5th Anniversary of the grant date

On the same date, the Company granted 390,000 share awards and 1,085,500 bonus awards to Mr Aditya Wisnuwardana Seky Soeryadjaya, an associate of the controlling shareholder of the Company, which would be subject to shareholder approval at the forthcoming AGM.

During the year, the Company has issued 1,640,000 (2010: 1,001,000) new ordinary shares under the RGPSP award.

SHARE AWARDS (CONT'D)

As at end of 31 December 2011, details of RGPSP awarded under the Plan are set out as below:-

Name of Participant	Balance as at 01/01/2011	Share awards granted	Share awards vested	Share awards cancelled	Balance as at 31/12/2011
Aditya Wisnuwardana Seky Soeryadjaya	444,000	443,000	370,000	–	517,000
Daniel Zier Johannes Jol	618,000	271,000	277,000	–	612,000
Lanymarta Ganadjaja	507,000	271,000	228,000	–	550,000
Bambang Nugroho	457,000	271,000	203,000	–	525,000
Tan Chong Huat	250,000	190,000	100,000	–	340,000
Chee Teck Kwong Patrick	200,000	149,000	80,000	–	269,000
Tay Ah Kong Bernard	200,000	149,000	80,000	–	269,000
Key executives of the Group	763,000	799,000	289,000	–	1,273,000

BONUS SHARE AWARDS

Name of Participant	Balance as at 01/01/2011	Bonus share awards granted	Bonus share awards vested	Bonus share awards cancelled	Balance as at 31/12/2011
Daniel Zier Johannes Jol	–	1,085,500	–	–	1,085,500
Lanymarta Ganadjaja	–	724,000	–	–	724,000
Bambang Nugroho	–	724,000	–	–	724,000
Key executives of the Group	–	500,000	–	–	500,000

There was no change in any of the above-mentioned interests between the end of the financial year and 21 January 2012.

Except as disclosed in this report, no Director who held office at the end of the financial year had interests in shares, share options, warrants or debentures of the Company, or of related corporations, either at the beginning of the financial year, or at the end of the financial year.

AUDIT COMMITTEE

The Audit Committee ("AC") comprises three board members, all of whom are non-executive directors. The majority of the members, including the Chairman, are independent. The members of the AC during the financial year and at the date of this report are:

Tay Ah Kong Bernard - Chairman
Tan Chong Huat
Chee Teck Kwong Patrick

The AC carried out its functions in accordance with Section 201B (5) of the Singapore Companies Act, Cap. 50, including the following:

- Reviews the audit plans of the internal and external auditors of the Company and ensures the adequacy of the Company's system of accounting controls and the co-operation given by the Company's management to the external and internal auditors;

- Reviews the quarterly and full year financial statements and the auditors' report on the annual financial statements of the Company before their submission to the Board of Directors;

AUDIT COMMITTEE (CONT'D)

- Reviews effectiveness of the Group's material internal controls, including financial, operational and compliance controls and risk management via reviews carried out by the internal auditors;

- Meets with the external auditors, other committees and management in separate executive sessions to discuss any matters that these groups believe should be discussed privately with the AC;

- Reviews legal and regulatory matters that may have a material impact on the financial statements, related compliance policies and programmes and any reports received from regulators;

- Reviews the cost effectiveness and the independence and objectivity of the external auditors;

- Reviews the nature and extent of non-audit services provided by the external auditors;

- Recommends to the Board of Directors the external auditors to be nominated, approves the compensation of the external auditors, and reviews the scope and results of the audit;

- Reports actions and minutes of the AC to the Board of Directors with such recommendations as the Audit Committee considers appropriate; and

- Reviews interested person transactions in accordance with the requirements of the Singapore Exchange Securities Trading Limited's Listing Manual.

The AC convened five meetings during the financial year. The AC has also met with external auditors, without the presence of the Company's management, at least once a year.

The AC, having reviewed all non-audit services provided by the external auditors to the Group, is satisfied that the nature and extent of such services would not affect the independence of the external auditors.

The AC has recommended to the Board of Directors that the independent auditors, Ernst & Young LLP, be nominated for reappointment as auditors at the forthcoming Annual General Meeting of the Company.

Further details regarding the AC are disclosed in the Report on Corporate Governance of the Annual Report of the Company.

AUDITORS

Ernst & Young LLP have expressed their willingness to accept re-appointment as auditors.

On behalf of the board of Directors,

Tan Chong Huat

Non-Executive Chairman

Aditya Wisnuwardana Seky Soeryadjaya

Chief Executive Officer

Singapore

4 April 2012

. STATEMENT BY DIRECTORS

We, Tan Chong Huat and Aditya Wisnuwardana Seky Soeryadjaya, being two of the Directors of Ramba Energy Limited (the "Company"), do hereby state that, in the opinion of the Directors:

(i) the accompanying balance sheets, consolidated income statement, consolidated statement of comprehensive income, statements of changes in equity and consolidated cash flow statement together with the notes thereto are drawn up 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 2011 and the results of the business, changes in equity and cash flows of the Group and the changes in equity of the Company for the year ended on that date; and

(ii) 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,

Tan Chong Huat

Non-Executive Chairman

Aditya Wisnuwardana Seky Soeryadjaya

Chief Executive Officer

Singapore

4 April 2012

To the Members of Ramba Energy Limited

REPORT ON THE FINANCIAL STATEMENTS

We have audited the accompanying financial statements of Ramba Energy Limited (the "Company") and its subsidiaries (collectively, the "Group") set out on pages 49 to 121, which comprise the balance sheets of the Group and the Company as at 31 December 2011, the statements of changes in equity of the Group and the Company and the consolidated income statement, consolidated statement of comprehensive income and consolidated cash flow statement of the Group for the 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, Chapter 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.

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 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 judgment, 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 the 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 consolidated financial statements of the Group and the balance sheet and statement of changes in equity 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 2011 and the results, changes in equity and cash flows of the Group and the changes in equity of the Company for the year ended on that date.

To the Members of Ramba Energy 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 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.

Ernst & Young LLP

Public Accountants and
Certified Public Accountants
Singapore
4 April 2012

. CONSOLIDATED INCOME STATEMENT

For the financial year ended 31 December 2011

	Notes	2011 S$'000	2010 S$'000
Revenue			
Turnover	4	64,515	47,092
Other income	5	3,484	4,617
Total revenue		67,999	51,709
Costs and operating expenses			
Service fees and related expenses		(36,489)	(27,842)
Royalties payment		(1,852)	(462)
Salaries and employee benefits	6	(24,338)	(19,373)
Depreciation and amortisation expenses		(3,004)	(2,833)
Finance costs	7	(489)	(428)
Credit goodwill		–	4,855
Other operating expenses	8A	(10,917)	(7,016)
Total costs and operating expenses		(77,089)	(53,099)
Share of results of associates and a joint venture		(34)	1,023
Loss before tax	8B	(9,124)	(367)
Income tax	9	(1,382)	(729)
Loss for the year		(10,506)	(1,096)
Attributable to:			
Shareholders of the Company		(8,796)	(580)
Non-controlling interests		(1,710)	(516)
		(10,506)	(1,096)
Loss per share attributable to shareholders of the Company (cents per share)			
Basic and diluted	10	(3.88)	(0.31)

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

. CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the financial year ended 31 December 2011

	2011 S$'000	2010 S$'000
Loss for the year	(10,506)	(1,096)
Other comprehensive income:		
Cash flow hedge	2	–
Foreign currency translation	(845)	(2,065)
Other comprehensive loss for the year, net of tax	(843)	(2,065)
Total comprehensive loss for the year	(11,349)	(3,161)
Total comprehensive loss attributable to:		
Shareholders of the Company	(9,450)	(2,482)
Non-controlling interests	(1,899)	(679)
	(11,349)	(3,161)

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

As at 31 December 2011

	Notes	Group 2011 S$'000	Group 2010 S$'000 (Restated)	Company 2011 S$'000	Company 2010 S$'000 (Restated)
Non-current assets					
Oil and gas properties	11	22,394	16,769	–	–
Property, plant and equipment	11	7,988	9,020	78	74
Intangible assets	12	3,282	1,939	367	358
Investments in exploration and evaluation assets	13	12,438	9,854	–	9,854
Investment in marketable securities		3	3	3	3
Available-for-sale assets	22	–	1,321	–	1,321
Investment in subsidiaries	14	–	–	11,968	11,423
Investment in associates	15	66	1,461	50	50
Investment in joint venture	16	49	49	–	–
Loans to subsidiaries	17	–	–	27,415	16,389
Other assets	18	131	167	–	–
Leased assets	19	28	34	–	–
Deferred tax assets	32	176	179	–	–
Fixed deposits	24	1,649	1,649	1,649	1,649
		48,204	42,445	41,530	41,121
Current assets					
Trade receivables	20	13,049	10,693	–	–
Other receivables	21	11,535	7,400	19,877	6,411
Available-for-sale assets	22	2,236	3,633	–	–
Other financial assets	23	2	–	–	–
Prepaid operating expenses		839	631	138	70
Inventories		203	40	–	–
Leased assets	19	6	25	–	–
Fixed deposits	24	858	325	–	–
Cash and bank balances	24	12,800	8,546	3,392	967
		41,528	31,293	23,407	7,448
Current liabilities					
Trade payables	25	11,473	6,295	329	973
Other payables	26	7,403	3,922	6,410	3,639
Provisions	27	130	64	–	–
Deferred consideration	28	33	–	33	–
Finance lease liabilities	29	1,188	1,165	34	20
Term loans	30	2,425	2,425	–	–
Income tax payable		264	336	–	1
		22,916	14,207	6,806	4,633
Net current assets		18,612	17,086	16,601	2,815

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

. BALANCE SHEETS

As at 31 December 2011

	Notes	Group 2011 S$'000	Group 2010 S$'000 (Restated)	Company 2011 S$'000	Company 2010 S$'000 (Restated)
Non-current liabilities					
Term loans	30	2,798	5,223	–	–
Finance lease liabilities	29	1,345	1,906	27	33
Provisions	27	210	136	–	–
Worksite restoration liabilities		494	342	–	–
Loan from other party	31	–	99	–	–
Deferred tax liabilities	32	3,135	2,111	–	–
		7,982	9,817	27	33
Net assets		58,834	49,714	58,104	43,903
Equity attributable to shareholders of the Company					
Share capital	33	63,804	42,677	63,804	42,677
Treasury shares	33	(2,384)	(482)	(2,384)	(482)
(Accumulated losses) / revenue reserve		(4,590)	2,399	(7,539)	(1,480)
Other reserves	34	2,531	1,779	4,223	3,188
		59,361	46,373	58,104	43,903
Non-controlling interests		(527)	3,341	–	–
Total equity		58,834	49,714	58,104	43,903

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

. STATEMENTS OF CHANGES IN EQUITY

For the financial year ended 31 December 2011

		Attributable to owners of the Company										
2011 Group	**Equity, total S$'000**	**Equity attributable to owners of the Company, total S$'000**	**Share capital S$'000**	**Treasury shares S$'000**	**(Accumulated losses)/ revenue reserve S$'000**	**Other reserves, total S$'000**	**Share based payment reserve S$'000**	**Hedging reserve S$'000**	**Foreign currency translation reserve S$'000**	**Gain on re-issuance of treasury shares S$'000**	**Capital reserve S$'000**	**Non-controlling interests S$'000**
Opening balance as at 1 January 2011	49,714	46,373	42,677	(482)	2,399	1,779	2,102	–	(1,914)	1,086	505	3,341
Adjustment on grant of equity settled share based payment to employee	–	–	(314)	–	314	–	–	–	–	–	–	–
As restated	49,714	46,373	42,363	(482)	2,713	1,779	2,102	–	(1,914)	1,086	505	3,341
Loss for the year	(10,506)	(8,796)	–	–	(8,796)	–	–	–	–	–	–	(1,710)
Other comprehensive income												
Net gain on cash flow hedge	2	2	–	–	–	2	–	2	–	–	–	–
Exchange differences on translating foreign operations	(845)	(656)	–	–	–	(656)	–	–	(656)	–	–	(189)
Total comprehensive income for the year	(11,349)	(9,450)	–	–	(8,796)	(654)	–	2	(656)	–	–	(1,899)
Contributions by and distribution to owners												
Issuance of shares	21,495	21,495	21,495	–	–	–	–	–	–	–	–	–
Share issuance expenses	(725)	(725)	(725)	–	–	–	–	–	–	–	–	–
Purchase of treasury shares	(2,384)	(2,384)	–	(2,384)	–	–	–	–	–	–	–	–
Re-issuance of treasury shares	2,052	2,052	–	482	–	1,570	–	–	–	1,570	–	–
Grant of equity settled share based payment to employee	1,554	1,554	671	–	307	576	576	–	–	–	–	–
Expiry of employee share option	–	–	–	–	1,186	(1,186)	(1,186)	–	–	–	–	–
Total contributions by and distributions to owner	21,992	21,992	21,441	(1,902)	1,493	960	(610)	–	–	1,570	–	–

. STATEMENTS OF CHANGES IN EQUITY

For the financial year ended 31 December 2011

2011 Group	Equity, total S$'000	Equity attributable to owners of the Company, total S$'000	Share capital S$'000	Treasury shares S$'000	(Accumulated losses)/ revenue reserve S$'000	Other reserves, total S$'000	Share based payment reserve S$'000	Hedging reserve S$'000	Foreign currency translation reserve S$'000	Gain on re-issuance of treasury shares S$'000	Capital reserve S$'000	Non-controlling interests S$'000
		Attributable to owners of the Company										
Changes in ownership interest in subsidiaries												
Acquisition of subsidiary	(240)	–	–	–	–	–	–	–	–	–	–	(240)
Acquisition of non-controlling interest without a change in control	160	399	–	–	–	399	–	–	–	–	399	(239)
Disposal of controlling interest	(1,664)	47	–	–	–	47	–	–	47	–	–	(1,711)
Capital repayment to non-controlling interest	(59)	–	–	–	–	–	–	–	–	–	–	(59)
Contribution made by non-controlling interest	280	–	–	–	–	–	–	–	–	–	–	280
Total changes in ownership interest in subsidiaries	(1,523)	446	–	–	–	446	–	–	47	–	399	(1,969)
Total transactions with owners in their capacity as owners	20,469	22,438	21,441	(1,902)	1,493	1,406	(610)	–	47	1,570	399	(1,969)
Closing balance as at 31 December 2011	58,834	59,361	63,804	(2,384)	(4,590)	2,531	1,492	2	(2,523)	2,656	904	(527)

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

. STATEMENTS OF CHANGES IN EQUITY

For the financial year ended 31 December 2011

2010 Group	Note	Equity, total S$'000	Equity attributable to owners of the Company, total S$'000	Share capital S$'000	Treasury shares S$'000	(Accumulated losses)/ revenue reserve S$'000	Other reserves, total S$'000	Share based payment reserve S$'000	Foreign currency translation reserve S$'000	Gain on re-issuance of treasury shares S$'000	Capital reserve S$'000	Non-controlling interests S$'000
			Attributable to owners of the Company									
Opening balance as at 1 January 2010		23,479	21,786	16,381	(829)	5,247	987	443	(12)	–	556	1,693
Effect of adoption of FRS 103R		(2,070)	(2,070)	–	–	(2,070)	–	–	–	–	–	–
As restated		21,409	19,716	16,381	(829)	3,177	987	443	(12)	–	556	1,693
Loss for the year		(1,096)	(580)	–	–	(580)	–	–	–	–	–	(516)
Other comprehensive income												
Exchange differences on translating foreign operations		(2,065)	(1,902)	–	–	–	(1,902)	–	(1,902)	–	–	(163)
Total comprehensive income for the year		(3,161)	(2,482)	–	–	(580)	(1,902)	–	(1,902)	–	–	(679)
Contributions by and distribution to owners												
Issuance of shares		14,947	14,947	14,947	–	–	–	–	–	–	–	–
Share issuance expenses		(559)	(559)	(559)	–	–	–	–	–	–	–	–
Grant of equity settled share based payment to employee		2,372	2,372	713	–	–	1,659	1,659	–	–	–	–
Share issued for acquisition of subsidiaries		11,195	11,195	11,195	–	–	–	–	–	–	–	–
Re-issuance of treasury shares		1,433	1,433	–	347	–	1,086	–	–	1,086	–	–
Dividends on ordinary shares	42	(198)	(198)	–	–	(198)	–	–	–	–	–	–
Total contributions by and distributions to owner		29,190	29,190	26,296	347	(198)	2,745	1,659	–	1,086	–	–
Changes in ownership interest in subsidiaries												
Acquisition of non-controlling interest		2,276	(51)	–	–	–	(51)	–	–	–	(51)	2,327
Total changes in ownership interests in subsidiaries		2,276	(51)	–	–	–	(51)	–	–	–	(51)	2,327
Total transactions with owners in their capacity as owners		31,466	29,139	26,296	347	(198)	2,694	1,659	–	1,086	(51)	2,327
Closing balance as at 31 December 2010		49,714	46,373	42,677	(482)	2,399	1,779	2,102	(1,914)	1,086	505	3,341

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

For the financial year ended 31 December 2011

2011 Company	Equity, total S$'000	Share capital S$'000	Treasury shares S$'000	(Accumulated losses)/ revenue reserve S$'000	Other reserves, total S$'000	Share based payment reserve S$'000	Gain on reissuance of treasury shares S$'000
Opening balance as at 1 January 2011	43,903	42,677	(482)	(1,480)	3,188	2,102	1,086
Adjustment on grant of equity settled share based payment to employee	–	(314)	–	314	–	–	–
As restated	43,903	42,363	(482)	(1,166)	3,188	2,102	1,086
Loss for the year	(7,872)	–	–	(7,872)	–	–	–
Total comprehensive income for the year	(7,872)	–	–	(7,872)	–	–	–
Contributions by and distributions to owners							
Issuance of shares	21,495	21,495	–	–	–	–	–
Share issuance expenses	(725)	(725)	–	–	–	–	–
Grant of equity settled share based payment to employee	1,635	671	–	313	651	651	–
Purchase of treasury shares	(2,384)	–	(2,384)	–	–	–	–
Re-issuance of treasury shares	2,052	–	482	–	1,570	–	1,570
Expiry of employee share option	–	–	–	1,186	(1,186)	(1,186)	–
Total transactions with owners in their capacity as owners	22,073	21,441	(1,902)	1,499	1,035	(535)	1,570
Balance as at 31 December 2011	58,104	63,804	(2,384)	(7,539)	4,223	1,567	2,656

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

For the financial year ended 31 December 2011

2010 Company	Notes	Equity, total S$'000	Share capital S$'000	Treasury shares S$'000	(Accumulated losses)/ revenue reserve S$'000	Other reserves, total S$'000	Share based payment reserve S$'000	Gain on reissuance of treasury shares S$'000
Opening balance as at 1 January 2010		20,579	16,381	(829)	4,584	443	443	–
Effect of adoption of FRS103R		(2,070)	–	–	(2,070)	–	–	–
As restated		18,509	16,381	(829)	2,514	443	443	–
Loss for the year		(3,796)	–	–	(3,796)	–	–	–
Total comprehensive income for the year		(3,796)	–	–	(3,796)	–	–	–
Contributions by and distributions to owners								
Issuance of shares		14,947	14,947	–	–	–	–	–
Share issuance expenses		(559)	(559)	–	–	–	–	–
Grant of equity settled share based payment to employee		2,372	713	–	–	1,659	1,659	–
Share issued for acquisition of subsidiaries		11,195	11,195	–	–	–	–	–
Re-issuance of treasury shares		1,433	–	347	–	1,086	–	1,086
Dividends on ordinary shares	42	(198)	–	–	(198)	–	–	–
Total transactions with owners in their capacity as owners		29,190	26,296	347	(198)	2,745	1,659	1,086
Balance as at 31 December 2010		43,903	42,677	(482)	(1,480)	3,188	2,102	1,086

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

. CONSOLIDATED CASH FLOW STATEMENT

For the financial year ended 31 December 2011

	Notes	2011 S$'000	2010 S$'000
Cash flows from operating activities:			
Loss before income tax		(9,124)	(367)
Adjustments for:			
Depreciation and amortisation expenses		3,004	2,833
Gain on disposal of a subsidiary		(144)	–
Credit goodwill arising from acquisition of subsidiaries	14	–	(4,855)
Share of results of associates and a joint venture		34	(1,023)
Finance costs		489	428
Interest income from bank		(32)	(45)
Share based payment		1,561	2,372
Impairment of investment in associate		932	–
Property, plant and equipment written-off		109	40
Allowance for doubful receivables		101	19
Provsion for doubtful cash calls from joint venture partner		2,541	–
Foreign exchange translation adjustments		(392)	43
Operating cash flows before working capital change		(921)	(555)
Change in inventories		(162)	(4)
Change in trade receivables		(1,746)	(1,973)
Change in other receivables		1,224	1,597
Change in prepaid operating expenses		(416)	22
Change in trade payables		4,138	1,010
Change in other payables and provision		57	(111)
Cash generated from / (used in) operations		2,174	(14)
Interest income received		31	37
Income tax paid		(430)	(417)
Finance costs paid		(489)	(428)
Net cash inflow / (outflow) from operating activities		1,286	(822)
Cash flows from investing activities:			
Acquisition of available for sale assets		–	(174)
Investment in marketable securities		–	(3)
Net cash inflow / (outflow) on acquisition of subsidiaries	14	1,430	(10,255)
Purchase of property, plant and equipment and oil and gas properties		(6,849)	(4,672)
Capital repayment to non controlling interest		(59)	–
Cash call advances		(3,181)	(900)
Deposit paid for participation interest in a potential concession		(2,027)	–
Acquisition of exploration and evaluation asset		(2,833)	–
Acquisition of intangible asset		(387)	(692)
Net cash flows used in investing activities		(13,906)	(16,696)

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

For the financial year ended 31 December 2011

	Notes	2011 S$'000	2010 S$'000
Cash flows from financing activities:			
Net proceeds from placement of new shares		22,822	15,854
Decrease/(increase) in fixed deposits pledged		275	(63)
Loan repayment to other party		–	(21)
Proceeds of loan from an associate and joint venture		–	6
Repayment of finance lease liabilities		(1,144)	(723)
Proceeds from term loan		–	4,700
Repayment of term loans		(2,426)	(2,012)
Dividend received / (paid) by the Company		514	(198)
Purchase of treasury shares		(2,384)	–
Net cash flows from financing activities		17,657	17,543
Net increase in cash and cash equivalents		5,037	25
Effect of exchange rate changes on cash and cash equivalents		25	(286)
Cash and cash equivalents at beginning of financial year	24	8,546	8,807
Cash and cash equivalents at end of financial year	24	13,608	8,546

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

1. CORPORATE INFORMATION

Ramba Energy Limited (the "Company") is a limited liability company, which is incorporated and domiciled in Singapore and is listed on the Singapore Exchange Securities Trading Limited (SGX-ST). The immediate and ultimate holding company is Redmount Holdings Limited, a company incorporated in British Virgin Islands ("BVI").

The registered office of the Company is at No. 29A Club Street, Singapore 069414. The principal place of business is located at No. 11, Bedok North Avenue 4, RichLand Business Centre, #05-01, Singapore 489949.

The principal activity of the Company is investment holding. The principal activities of the subsidiaries are disclosed in Note 14 to the financial statements.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of preparation

The consolidated financial statements of the Group and the balance sheet and statement of changes in equity of the Company have been prepared in accordance with Singapore Financial Reporting Standards ("FRS").

The financial statements have been prepared on the historical cost basis except as disclosed in the accounting policies below.

The financial statements are presented in Singapore Dollars ("S$ or SGD") and all values are rounded to the nearest thousand ("S$'000") except when otherwise indicated.

2.2 Changes in accounting policies

The accounting policies adopted are consistent with those of the previous financial year except in the current financial year, the Group has adopted all the new and revised standards and Interpretations of FRS (INT FRS) that are effective for annual periods beginning on or after 1 January 2011. The adoption of these standards and interpretations did not have any effect on the financial performance or position of the Group and the Company.

2.3 Standards issued but not yet effective

The Group has not adopted the following standards and interpretations that have been issued but are not yet effective:

Description	Effective for annual periods beginning on or after
Amendments to FRS 101 - Severe Hyperinflation and Removal of Fixed Dates for First-time Adopters	1 July 2011
Amendments to FRS 107 Disclosures - Transfers of Financial Assets	1 July 2011
Amendments to FRS 12 Deferred Tax - Recovery of Underlying Assets	1 January 2012
Amendments to FRS 1 Presentation of Items of Other Comprehensive Income	1 July 2012
Revised FRS 19 Employee Benefits	1 January 2013
Revised FRS 27 Separate Financial Statements	1 January 2013
Revised FRS 28 Investments in Associates and Joint Ventures	1 January 2013
FRS 110 Consolidated Financial Statements	1 January 2013
FRS 111 Joint Arrangements	1 January 2013
FRS 112 Disclosure of Interests in Other Entities	1 January 2013
FRS 113 Fair Value Measurements	1 January 2013

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

2.3 Standards issued but not yet effective (cont'd)

Except for Amendments to FRS 1, FRS 112 and FRS 113, the directors expect that the adoption of the other standards and interpretations above will have no material impact on the financial statements in the period of initial application. The nature of the impending changes in accounting policy on adoption of the Amendments to FRS 1, FRS 112 and FRS 113 are described below.

Amendments to FRS 1 Presentation of Items of Other Comprehensive Income

The Amendments to FRS 1 Presentation of Items of Other Comprehensive Income (OCI) is effective for financial periods beginning on or after 1 July 2012.

The Amendments to FRS 1 changes the grouping of items presented in OCI. 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 presentations of items that are already recognised in OCI, the Group does not expect any impact on its financial position or performance upon adoption of this standard.

FRS 112 Disclosure of Interests in Other Entities

FRS 112 is effective for financial periods beginning on or after 1 January 2013.

FRS 112 is a new and comprehensive standard on disclosure requirements for all forms of interests 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 when implemented in 2013.

FRS 113 Fair value measurements

FRS 113 is effective for financial periods beginning on or after 1 January 2013.

FRS 113 provides a single source of guidance for all fair value measurements. FRS 113 does not change when an entity is required to use fair value, but rather provides guidance on how to measure fair value under FRS when fair value is required or permitted by FRS. The Group is currently reviewing the guidance for the fair value measurements. The Group does not expect any impact on its financial position or performance upon adoption of this standard.

2.4 Basis of consolidation and business combinations

(A) Basis of consolidation

Business combinations from 1 January 2010

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries as at the end of the reporting period. The financial statements of the subsidiaries used in the preparation of the consolidated financial statements are prepared for the same reporting date as the Company. Consistent accounting policies are applied to like transactions and events in similar circumstances.

All intra-group balances, income and expenses and unrealised gains and losses resulting from intra-group transactions and dividends are eliminated in full.

Subsidiaries are consolidated from the date of acquisition, being the date on which the Group obtains control, and continue to be consolidated until the date that such control ceases.

Losses within a subsidiary are attributed to the non-controlling interest even if that results in a deficit balance.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

2.4 Basis of consolidation and business combinations (cont'd)

(A) Basis of consolidation (cont'd)

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction. Where a change in ownership of interest of a subsidiary results in the loss of control over a subsidiary, it is accounted for as follows:

- De-recognises the assets (including goodwill) and liabilities of the subsidiary at their carrying amounts at the date when controls is lost;
- De-recognises the carrying amount of any non-controlling interest;
- De-recognises the cumulative translation differences recorded in equity;
- Recognises the fair value of the consideration received;
- Recognises the fair value of any investment retained;
- Recognises any surplus or deficit in profit or loss;
- Re-classifies the Group's share of components previously recognised in other comprehensive income to profit or loss or retained earnings, as appropriate.

<u>Basis of consolidation prior to 1 January 2010</u>

Certain of the above-mentioned requirements were applied on a prospective basis. The following treatment, however, has been carried forward from the previous basis of consolidation:

- Upon loss of control, the Group accounted for the investment retained at its proportionate share of net asset value at the date control was lost. The carrying value of such investments as at 1 January 2010 have not been restated.

(B) Business combinations

<u>Business combinations from 1 January 2010</u>

Business combinations are accounted for by applying the acquisition method. Identifiable assets acquired and liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. Acquisition-related costs are recognised as expenses in the periods in which the costs are incurred and the services are received.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree.

Any contingent consideration to be transferred by the acquirer will be recognised at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration which is deemed to be an asset or liability, will be recognised in accordance with FRS 39 either in profit or loss or as a change to other comprehensive income. If the contingent consideration is classified as equity, it is not be remeasured until it is finally settled within equity.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

2.4 *Basis of consolidation and business combinations (cont'd)*

(B) Business combinations (cont'd)

In business combinations achieved in stages, previously held equity interests in the acquiree are remeasured to fair value at the acquisition date and any corresponding gain or loss is recognised in profit or loss.

The Group elects for each individual business combination, whether non-controlling interest in the acquiree (if any) is recognised on the acquisition date at fair value, or at the non-controlling interest's proportionate share of the acquiree's identifiable net assets.

Any excess of the sum of the fair value of the consideration transferred in the business combination, the amount of non-controlling interest in the acquiree (if any), and the fair value of the Group's previously held equity interest in the acquiree (if any), over the net fair value of the acquiree's identifiable assets and liabilities is recorded as goodwill. The accounting policy for goodwill is set out in Note 2.9(a). In instances where the latter amount exceeds the former, the excess is recognised as gain on bargain purchase in profit or loss on the acquisition date.

Business combinations prior to 1 January 2010

In comparison to the above mentioned requirements, the following differences applied:

Business combinations are accounted for by applying the purchase method. Transaction costs directly attributable to the acquisition formed part of the acquisition costs. The non-controlling interest (formerly known as minority interest) was measured at the proportionate share of the acquiree's identifiable net assets.

Business combinations achieved in stages were accounted for as separate steps. Adjustments to those fair values relating to previously held interests are treated as a revaluation and recognised in equity. Any additional acquired share of interest did not affect previously recognised goodwill.

When the Group acquired a business, embedded derivatives separated from the host contract by the acquiree were not reassessed on acquisition unless the business combination resulted in a change in the terms of the contract that significantly modified the cash flows that otherwise would have been required under the contract.

Contingent consideration was recognised if, and only if, the Group had a present obligation, the economic outflow was more likely than not and a reliable estimate was determinable. Subsequent adjustments to the contingent consideration were recognised as part of goodwill.

2.5 *Transactions with non-controlling interests*

Non-controlling interest represents the equity in subsidiaries not attributable, directly or indirectly, to owners of the Company, and are presented separately in the consolidated statement of comprehensive income and within equity in the consolidated balance sheet, separately from equity attributable to owners of the Company.

Changes in the Company owners' ownership interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions. In such circumstances, the carrying amounts of the controlling and non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiary. Any difference between the amount by which the non-controlling interest is adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributed to owners of the Company.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

2.6 *Foreign currency*

The Group's consolidated financial statements are presented in Singapore Dollars, which is also the Company's functional currency. Each entity in the Group determines its own functional currency and items included in the financial statements of each entity are measured using that functional currency.

(a) *Transactions and balances*

Transactions in foreign currencies are measured in the respective functional currencies of the Company and its subsidiaries and are recorded on initial recognition in the functional currencies at exchange rates approximating those ruling at the transaction dates. Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the end of the reporting period. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates as at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined.

Exchange differences arising on the settlement of monetary items or on translating monetary items at the end of the reporting period are recognised in profit or loss except for exchange differences arising on monetary items that form part of the Group's net investment in foreign operations, which are recognised initially in other comprehensive income and accumulated under foreign currency translation reserve in equity. The foreign currency translation reserve is reclassified from equity to profit or loss of the Group on disposal of the foreign operation.

(b) *Consolidated financial statements*

For consolidation purpose, the assets and liabilities of foreign operations are translated into SGD at the rate of exchange ruling at the end of the reporting period and their profit or loss are translated at the exchange rates prevailing at the date of the transactions. The exchange differences arising on the translation are recognised in other comprehensive income. On disposal of a foreign operation, the component of other comprehensive income relating to that particular foreign operation is recognised in profit or loss.

In the case of a partial disposal without loss of control of a subsidiary that includes a foreign operation, the proportionate share of the cumulative amount of the exchange differences are re-attributed to non-controlling interest and are not recognised in profit or loss. For partial disposals of associates or jointly controlled entities that are foreign operations, the proportionate share of the accumulated exchange differences is reclassified to profit or loss.

The Group has elected to recycle the accumulated exchange differences in the separate component of other comprehensive income that arises from the direct method of consolidation, which is the method the Group uses to complete its consolidation.

2.7 *Property, plant and equipment*

All items of property, plant and equipment are initially recorded at cost. The cost includes the cost of replacing part of the property, plant and equipment and borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying property, plant and equipment. The accounting policy for borrowing costs is set out in Note 2.22. The cost of an item of property, plant and equipment is recognised as an asset if, and only if, it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably.

Subsequent to recognition, property, plant and equipment are measured at cost less accumulated depreciation and accumulated impairment losses. When significant parts of property, plant and equipment are required to be replaced in intervals, the Group recognises such parts as individual assets with specific useful lives and depreciation, respectively. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in the profit or loss as incurred.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

2.7 Property, plant and equipment (cont'd)

Depreciation is computed on a straight-line basis over the estimated useful lives of the assets as follows:

- ISO tank	10 years
- Office equipment	3 to 4 years
- Furniture & fitting	5 to 10 years
- Renovation	3 years
- Office container	3 years
- Tools and equipment	3 years
- Transport equipment	6 to 8 years

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 residual value, useful life and depreciation method are reviewed at each financial year-end, and adjusted prospectively, if appropriate.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss on derecognition of the asset is included in the profit or loss in the year the asset is derecognised.

2.8 Oil and gas properties

The Company applies successful efforts method of accounting for exploration and evaluation ("E&E") costs, having regard to the requirements of FRS 106, Exploration for and Evaluation of Mineral Resources.

(a) E&E assets

Under the successful efforts method of accounting, all license acquisition, exploration and appraisal costs are initially capitalised in field or specific exploration area as appropriate. Expenditure incurred during the various exploration and appraisal phases is then written off unless commercial reserves have been established or the determination process has not been completed.

Pre-license costs - Costs incurred prior to having obtained the legal rights to explore an area are expensed directly to the statement of income as they are incurred.

E&E costs - Costs of E&E are initially capitalised as E&E assets. Payments to acquire the legal right to explore, costs of technical services and studies, seismic acquisition, exploratory drilling and testing are capitalised as intangible E&E assets.

Tangible assets used in E&E activities are classified as oil and gas properties. However, to the extent that such a tangible asset is consumed in developing an intangible E&E asset, the amount reflecting the consumption is recorded as part of the cost of the intangible asset. Such intangible costs include directly attributable overheads, including the depreciation of property, plant and equipment utilised in E&E activities, together with the cost of other materials consumed during the E&E phases.

E&E costs are not amortised prior to the conclusion of appraisal activities.

Treatment of E&E assets at conclusion of appraisal activities - Intangible E&E assets are carried forward until the existence (or otherwise) of commercial reserves has been determined subject to certain limitations including review for indications of impairment. If commercial reserves have been discovered, the carrying value, after any impairment loss of the relevant E&E assets, is then reclassified as development and production assets. If, however, commercial reserves have not been found, the capitalised costs are charged to expense after conclusion of appraisal activities.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

2.8 *Oil and gas properties (cont'd)*

(b) *Development and production assets*

Development and production assets are accumulated generally on a specific exploration area basis and represent the cost of developing the commercial reserves discovered and bringing them into production, together with the E&E expenditures incurred in finding commercial reserves transferred from intangible E&E assets as outlined above.

The cost of development and production assets also includes the cost of acquisitions and purchases of such assets, directly attributable overheads, finance costs capitalised, and the cost of recognising provisions for future restoration and decommissioning.

The cost of development and production assets are capitalised as completed wells and related facilities when drilling or construction is completed. Uncompleted wells and related facilities are not depreciated as these assets are not yet available for use.

Depreciation of producing assets - The carrying amount of producing assets are depreciated generally on a specific exploration area basis using the unit-of-production ("UOP") method by reference to the ratio of production in the period and the related commercial reserve of the field.

2.9 *Intangible assets*

(a) *Goodwill*

Goodwill is initially measured at cost. Following initial recognition, goodwill is measured at cost less any accumulated impairment loss.

For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units ("CGU") that are expected to benefit from the synergies of the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

The CGU to which goodwill has been allocated is tested for impairment annually, and whenever there is an indication that the CGU may be impaired. Impairment is determined for goodwill by assessing the recoverable amount of each CGU (or groups of CGU) to which the goodwill relates. Where the recoverable amount of the CGU is less than the carrying amount, an impairment loss is recognised in the profit and loss. Impairment losses recognised for goodwill are not reversed in subsequent periods.

Where goodwill forms part of a CGU and part of the operation within that CGU is disposed of, the goodwill associated with the operation disposed of is included in the carrying amount of the operation when determining the gain or loss on disposal of the operation. Goodwill disposed of in this circumstance is measured based on the relative fair values of the operations disposed of and the portion of the CGU retained.

Goodwill and fair value adjustments arising on the acquisition of foreign operation on or after 1 January 2005 are treated as assets and liabilities of the foreign operations and are recorded in the functional currency of the foreign operations and translated in accordance with the accounting policy set out in Note 2.6.

Goodwill and fair value adjustments which arose on acquisitions of foreign operation before 1 January 2005 are deemed to be assets and liabilities of the Company and are recorded in SGD at the rates prevailing at the date of acquisition.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

2.9 *Intangible assets (cont'd)*

(b) *Other intangible assets*

Intangible assets acquired separately are measured initially at cost. The cost of intangible assets acquired in a business combination is their fair value as at the date of acquisition. Following initial acquisition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses.

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite useful lives are amortised over the estimated useful lives and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method are reviewed at least at each financial year-end. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset is accounted for by changing the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite useful lives is recognised in the profit or loss in the expense category consistent with the function of the intangible asset.

Intangible assets with indefinite useful lives or not yet available for use are tested for impairment annually, or more frequently if the events and circumstances indicate that the carrying value may be impaired either individually or at the cash-generating unit level. Such intangible assets are not amortised. The useful life of an intangible asset with an indefinite useful life is reviewed annually to determine whether the useful life assessment continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the profit or loss when the asset is derecognised.

The following are the other intangible assets:

(i) Customer relationship

Customer relationship is acquired through business combination and has an estimated useful life of 5 years.

(ii) Club membership

The club membership has an estimated useful life of 15 years.

(iii) Software

Software has an estimated useful life of 3 years. Software included in intangible assets are not amortised when it is in development stage.

2.10 *Impairment of non-financial assets*

The Group assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group makes an estimate of the asset's recoverable amount.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

2.10 Impairment of non-financial assets (cont'd)

An asset's recoverable amount is the higher of an asset's or cash-generating unit's ("CGU") fair value less costs to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows expected to be generated by the asset 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. In determining fair value less costs to sell, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded subsidiaries or other available fair value indicators.

The Group bases its impairment calculation on detailed budgets and forecast calculations which are prepared separately for each of the Group's CGU to which the individual assets are allocated. These budgets and forecast calculations are generally covering a period of five years. For longer periods, a long-term growth rate is calculated and applied to project future cash flows after the fifth year.

Impairment losses of continuing operations are recognised in profit or loss in those expense categories consistent with the function of the impaired asset.

For assets excluding goodwill, an assessment is made at each reporting date as to whether there is any indication that previously recognised impairment losses may no longer exist or may have decreased. If such indication exists, the Group estimates the asset's or CGU's is recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. If that is the case, the carrying amount of the asset is increased to its recoverable amount. That increase cannot exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised previously. Such reversal is recognised in profit or loss.

2.11 Subsidiaries

A subsidiary is an entity over which the Group has the power to govern the financial and operating policies so as to obtain benefits from its activities.

In the Company's separate financial statements, investments in subsidiaries are accounted for at cost less impairment losses.

2.12 Associates

An associate is an entity, not being a subsidiary or a joint venture, in which the Group has significant influence. An associate is equity accounted for from the date the Group obtains significant influence until the date the Group ceases to have significant influence over the associate.

The Group's investments in associates are accounted for using the equity method. Under the equity method, the investment in associates is carried in the balance sheet at cost plus post-acquisition changes in the Group's share of net assets of the associates. Goodwill relating to associates is included in the carrying amount of the investment and is neither amortised nor tested individually for impairment. Any excess of the Group's share of the net fair value of the associate's identifiable asset, liabilities and contingent liabilities over the cost of the investment is included as income in the determination of the Group's share of results of the associate in the period in which the investment is acquired.

The profit or loss reflects the share of the results of operations of the associates. Where there has been a change recognised in other comprehensive income by the associates, the Group recognises its share of such changes in other comprehensive income. Unrealised gains and losses resulting from transactions between the Group and the associate are eliminated to the extent of the interest in the associates.

The Group's share of the associates' profit or loss after tax is shown on the face of profit or loss.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

2.12 Associates (cont'd)

When the Group's share of losses in an associate equals or exceeds its interest in the associate, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the associate.

After application of the equity method, the Group determines whether it is necessary to recognise an additional impairment loss on the Group's investment in its associates. The Group determines at the end of each reporting period whether there is any objective evidence that the investment in the associate is impaired. If this is the case, the Group calculates the amount of impairment as the difference between the recoverable amount of the associate and its carrying value and recognises the amount in the profit or loss.

The financial statements of the associate are prepared as of the same reporting date as the Company. Where necessary, adjustments are made to bring the accounting policies in line with those of the Group.

Upon loss of significant influence over the associate, the Group measures and recognises any retained investment at its fair value. Any difference between the carrying amount of the associate upon loss of significant influence and the fair value of the aggregate of the retained investment and proceeds from disposal is recognised in profit or loss.

2.13 Joint venture

A joint venture is a contractual arrangement whereby two or more parties undertake an economic activity that is subject to joint control, where the strategic financial and operating decisions relating to the activity require the unanimous consent of the parties sharing control.

The Group's investments in joint venture are accounted for using the equity method. Under the equity method, the investment in joint venture is carried in the balance sheet at cost plus post-acquisition changes in the Group's share of net assets of the joint venture. Goodwill relating to joint venture is included in the carrying amount of the investment and is neither amortised nor tested individually for impairment. Any excess of the Group's share of the net fair value of the joint venture's identifiable asset, liabilities and contingent liabilities over the cost of the investment is included as income in the determination of the Group's share of results of the joint venture in the period in which the investment is acquired.

The profit or loss reflects the share of the results of operations of the joint venture. Where there has been a change recognised in other comprehensive income by the joint venture, the Group recognises its share of such changes in other comprehensive income. Unrealised gains and losses resulting from transactions between the Group and the joint venture are eliminated to the extent of the interest in the joint venture.

The Group's share of the joint venture's profit or loss after tax is shown on the face of profit or loss.

After application of the equity method, the Group determines whether it is necessary to recognise an additional impairment loss on the Group's investment in its joint venture. The Group determines at the end of each reporting period whether there is any objective evidence that the investment in the joint venture is impaired. If this is the case, the Group calculates the amount of impairment as the difference between the recoverable amount of the associate and its carrying value and recognises the amount in profit or loss.

The financial statements of the joint venture are prepared as of the same reporting date as the Company. Where necessary, adjustments are made to bring the accounting policies in line with those of the Group.

Upon the loss of joint control, the Group measures any retained investment at its fair value. Any difference between the carrying amount of the former jointly controlled entity upon loss of joint control and the aggregate of the fair value of the retained investment and proceeds from disposal is recognised in profit or loss.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

2.14 Jointly conrolled assets

A jointly controlled asset ("JCA") involves joint control and often joint ownership by the Group and other venturers of assets contributed to, or acquired for the purpose of, the joint venture, without the formation of a corporation, partnership or oher entity.

Where the Group's activities are conducted through JCAs, the Group recognises its interest in the jointly controlled asset using the proportionate consolidation method. The Group combines its proportionate share of each of the assets, liabilities, income and expenses of the joint venture with the similar items, line by line, in its consolidated financial statemets. The JCA is proportionately consolidated from the date the Group obtains joint control until the date the Group ceases to have joint control over the JCA.

2.15 Financial assets

Initial recognition and measurement

Financial assets are recognised when, and only when, the Group becomes a party to the contractual provisions of the financial instrument. The Group determines the classification of its financial assets at initial recognition.

When financial assets are recognised initially, they are measured at fair value, plus, in the case of financial assets not at fair value through profit or loss, directly attributable transaction costs.

Subsequent measurement

The subsequent measurement of financial assets depends on their classification as follows:

Loans and receivables

Non-derivative financial assets with fixed or determinable payments that are not quoted in an active market are classified as loans and receivables. Subsequent to initial recognition, loans and receivables are measured at amortised cost using the effective interest method, less impairment. Gains and losses are recognised in profit and loss when the loans and receivables are derecognised or impaired, and through the amortisation process.

The Group classifies the following financial assets as loans and receivables:

- cash and short-term deposits
- trade and other receivables, including amounts due from subsidiaries, related companies and loans to subsidiaries.

Available-for-sale financial assets

Available-for-sale financial assets include equity and debt securities. Equity investments classified as available-for-sale are those, which are neither classified as held for trading nor designated at fair value through profit or loss. Debt securities in this category are those which are intended to be held for an indefinite period of time and which may be sold in response to needs for liquidity or in response to changes in the market conditions.

After initial recognition, available-for-sale financial assets are subsequently measured at fair value. Any gains or losses from changes in fair value of the financial asset are recognised in other comprehensive income, except that impairment losses, foreign exchange gains and losses on monetary instruments and interest calculated using the effective interest method are recognised in profit and loss. The cumulative gain or loss previously recognised in other comprehensive income is reclassified from equity to profit or loss as a reclassification adjustment when the financial asset is derecognised.

Investment in equity instruments whose fair value cannot be reliably measured are measured at cost less impairment loss.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

2.15 Financial assets (cont'd)

Derecognition

A financial asset is derecognised where the contractual right to receive cash flows from the asset has expired. On de-recognition of a financial asset in its entirety, the difference between the carrying amount and the sum of the consideration received and any cumulative gain or loss that had been recognised in other comprehensive income is recognised in profit or loss.

All regular way purchases and sales of financial assets are recognised or derecognised on the trade date i.e., the date that the Group commits to purchase or sell the asset. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the period generally established by regulation or convention in the marketplace concerned.

2.16 Impairment of financial assets

The Group assesses at each end of the reporting date whether there is any objective evidence that a financial asset is impaired.

(a) Financial assets carried at amortised cost

For financial assets carried at amortised cost, the Group first assesses whether objective evidence of impairment exists individually for financial assets that are individually significant, or collectively for financial assets that are not individually significant. If the Group determines that no objective evidence of impairment exists for an individually assessed financial asset, whether significant or not, it includes the asset in a group of financial assets with similar credit risk characteristics and collectively assesses them for impairment. Assets that are individually assessed for impairment and for which an impairment loss is, or continues to be recognised are not included in a collective assessment of impairment.

If there is objective evidence that an impairment loss on financial assets carried at amortised cost has incurred, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the financial asset's original effective interest rate. If a loan has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate. The carrying amount of the asset is reduced through the use of an allowance account. The impairment loss is recognised in profit or loss.

When the asset becomes uncollectible, the carrying amount of impaired financial assets is reduced directly or if an amount was charged to the allowance account, the amounts charged to the allowance account are written off against the carrying value of the financial asset.

To determine whether there is objective evidence that an impairment loss on financial assets has incurred, the Group considers factors such as the probability of insolvency or significant financial difficulties of the debtor and default or significant delay in payments.

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 was recognised, the previously recognised impairment loss is reversed to the extent that the carrying amount of the asset does not exceed its amortised cost at the reversal date. The amount of reversal is recognised in profit and loss.

(b) Financial assets carried at cost

If there is objective evidence (such as significant adverse changes in the business environment where the issuer operates, probability of insolvency or significant financial difficulties of the issuer) that an impairment loss on financial assets carried at cost has been incurred, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the current market rate of return for a similar financial asset. Such impairment losses are not reversed in subsequent periods.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

2.16 *Impairment of financial assets (cont'd)*

(c) *Available-for-sale financial assets*

In the case of equity investments classified as available-for-sale, objective evidence of impairment include (i) significant financial difficulty of the issuer or obligor, (ii) information about significant changes with an adverse effect that have taken place in the technological, market, economic or legal environment in which the issuer operates, and indicates that the cost of the investment in equity instrument may not be recovered; and (iii) a significant or prolonged decline in the fair value of the investment below its costs. 'Significant' is to be evaluated against the original cost of the investment and 'prolonged' against the period in which the fair value has been below its original cost.

If an available-for-sale financial asset is impaired, an amount comprising the difference between its acquisition cost (net of any principal repayment and amortisation) and its current fair value, less any impairment loss previously recognised in profit or loss, is transferred from other comprehensive income and recognised in profit or loss. Reversals of impairment losses in respect of equity instruments are not recognised in profit or loss; increase in their fair value after impairment are recognised directly in other comprehensive income.

In the case of debt instruments classified as available-for-sale, impairment is assessed based on the same criteria as financial assets carried at amortised cost. However, the amount recorded for impairment is the cumulative loss measured as the difference between the amortised cost and the current fair value, less any impairment loss on that investment previously recognised in profit or loss. Future interest income continues to be accrued based on the reduced carrying amount of the asset ,using the rate of interest used to discount the future cash flows for the purpose of measuring the impairment loss. The interest income is recorded as part of finance income. If, in a subsequent year, the fair value of a debt instrument increases and the increases can be objectively related to an event occurring after the impairment loss was recognised in profit or loss, the impairment loss is reversed in profit or loss.

2.17 *Cash and cash equivalents*

Cash and cash equivalents comprise cash at bank and on hand, demand deposits, and short-term, highly liquid investments that are readily convertible to known amount of cash and which are subject to an insignificant risk of changes in value. These also include bank overdrafts that form an integral part of the Group's cash management.

2.18 *Inventories*

Inventories are stated at the lower of cost (determined on a first-in first-out basis) and net realisable value.

Where necessary, allowance is provided for damaged, obsolete and slow moving items to adjust the carrying value of inventories to the lower of cost and net realisable value.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

2.19 Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and the amount of the obligation can be estimated reliably.

Provisions are reviewed at the end of each reporting period and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of economic resources will be required to settle the obligation, the provision is reversed. If the effect of the time value of money is material, provisions are discounted using a current pre tax rate that reflects, where appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

A provision for cargo and motor vehicle claims is recognised for all claims lodged by the customers or external parties which relate to services rendered by the Group or motor accident claims up to the end of the reporting period. The amount of provision made is based on the nature of the claims, the extent of the damages and the record of settlements in previous years.

2.20 Financial liabilities

Initial recognition and measurement

Financial liabilities are recognised when, and only when, the Group becomes a party to the contractual provisions of the financial instrument. The Group determines the classification of its financial liabilities at initial recognition.

All financial liabilities are recognised initially at fair value plus in the case of financial liabilities not at fair value through profit or loss, directly attributable transaction costs.

Subsequent measurement

The measurement of financial liabilities depends on their classification as follows:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss includes financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are acquired for the purpose of selling in the near term. This category includes derivative financial instruments entered into by the Group that are not designated as hedging instruments in hedge relationships. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Subsequent to initial recognition, financial liabilities at fair value through profit or loss are measured at fair value. Any gains or losses arising from changes in fair value of the financial liabilities are recognised in profit or loss.

The Group has not designated any financial liabilities upon initial recognition at fair value through profit or loss.

Other financial liabilities

After initial recognition, other financial liabilities are subsequently measured at amortised cost using the effective interest rate method. Gains and losses are recognised in profit or loss when the liabilities are derecognised, and through the amortisation process.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

2.20 *Financial liabilities (cont'd)*

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expired. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognised in profit or loss.

2.21 *Hedge accounting*

The Group applies hedge accounting for certain hedging relationships which qualify for hedge accounting.

For the purpose of hedge accounting,hedges are classified as:

- fair value hedges when hedging the exposure to changes in the fair value of a recognised asset or liability or an unrecognised firm commitment (except for foreign currency risk); or

- cash flow hedges when hedging exposure to variability in cash flows that is either attributable to a particular risk associated with a recognised asset or liability or a highly probable forecast transaction or the foreign currency risk in an unrecognised firm commitment.

At the inception of a hedging relationship, the Group formally designates and documents the hedging relationship to which the Group wishes to apply hedge accounting and the risk management objective and strategy for undertaking the hedge. The documentation includes identification of the hedging instrument the hedge item or transaction, the nature of the risk being hedged and how the entity will assess the effectiveness of changes in the hedging instrument's fair value in offsetting the exposure to changes in the hedged item's fair value or cash flows attributable to the hedged risk. Such hedges are expected to be highly effective in achieving offsetting changes in fair value or cash flows and are assessed on an ongoing basis to determine that they actually have been highly effective throughout the financial reporting periods for which they were designated.

Hedges which meet the strict criteria for hedge accounting are accounted for as follows:

Fair value hedges

The change in the fair value of an interest rate hedging derivative is recognised in profit or loss in finance costs. The change in the fair value of the hedged item attributable to the risk hedged is recorded as a part of the carrying value of the hedged item and is also recognised in profit or loss in finance costs.

For fair value hedges relating to items carried at amortised cost, the adjustment to carrying value is amortised through profit or loss over the remaining term to maturity. Effective interest rate amortisation may begin as soon as an adjustment exists and shall begin no later than when the hedged item ceases to be adjusted for changes in its fair value attributable to the risk being hedged.

If the hedged item is derecognised, the unamortised fair value is recognised immediately in profit or loss.

When an unrecognised firm commitment is designated as a hedged item, the subsequent cumulative change in the fair value of the firm commitment attributable to the hedged risk is recognised as an asset or liability with a corresponding gain or loss recognised in profit or loss.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

2.21 Hedge accounting (cont'd)

Cash flow hedges

The effective portion of the gain or loss on the hedging instrument is recognised directly as other comprehensive income in cash flow hedge reserve, while any ineffective portion is recognised immediately in profit or loss in other expenses.

Amounts recognised as other comprehensive income are transferred to profit or loss when the hedged transaction affects profit or loss, such as when the hedged financial income or financial expense is recognised or when a forecast sale occurs. Where the hedged item is the cost of a non-financial asset or non-financial liability, the amounts recognised as other comprehensive income are transferred to the initial carrying amount of the non-financial asset or liability.

If the forecast transaction or firm commitment is no longer expected to occur, the cumulative gain or loss previously recognised in equity is transferred to profit or loss. If the hedging instruments expires or is sold, terminated or exercised without replacement or rollover, or if its designation as a hedge is revoked, any cumulative gain or loss previously recognised in other comprehensive income remains in other comprehensive income until the forecast transaction or firm commitment affects profit or loss.

The Group held foreign currency forward contracts designated as hedges of expected future term loans payments for which the Group has firm commitments.

2.22 Borrowing costs

Borrowing costs are capitalised as part of the cost of a qualifying asset if they are directly attributable to the acquisition, construction or production of that asset. Capitalisation of borrowing costs commences when the activities to prepare the asset for its intended use or sale are in progress and the expenditures and borrowing costs are incurred. Borrowing costs are capitalised until the assets are substantially completed for their intended use or sale. All other borrowing costs are expensed in the period they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

2.23 Employee benefits

(a) Defined contribution plan

The Group participates in the national pension schemes as defined by the laws of the countries in which it has operations. In particular, the Singapore companies in the Group make contributions to the Central Provident Fund ("CPF") scheme in Singapore, a defined contribution pension scheme. Contributions to defined contribution pension scheme are recognised as an expense in the period in which the related service is performed.

(b) Employee leave entitlement

Employee entitlements to annual leave are recognised as a liability when they accrue to the employees. The estimated liability for leave is recognised for services rendered by employees up to the end of the reporting period.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

2.23 Employee benefits (cont'd)

(c) Employee share option scheme

Employees of the Group receive remuneration in the form of share options as consideration for services rendered. The cost of these equity-settled share based payment transactions with employees for awards granted after 22 November 2002 is measured by reference to the fair value of the options at the date on which the options are granted which takes into account market conditions and non-vesting conditions. This cost is recognised in profit or loss, with a corresponding increase in the employee share option reserve, over the vesting period. The cumulative expense recognised at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Group's best estimate of the number of options that will ultimately vest. The charge or credit to profit or loss for a period represents the movement in cumulative expense recognised as at the beginning and end of that period and is recognised in employee benefits expense.

No expense is recognised for options that do not ultimately vest, except for options where vesting is conditional upon a market or non-vesting condition, which are treated as vested irrespective of whether or not the market condition or non-vesting condition is satisfied, provided that all other performance and/or service conditions are satisfied. In the case where the option does not vest as the result of a failure to meet a non-vesting condition that is within the control of the Group or the employee, it is accounted for as a cancellation. In such case, the amount of the compensation cost that otherwise would be recognised over the remainder of the vesting period is recognised immediately in profit or loss upon cancellation. The employee share option reserve is transferred to retained earnings upon expiry of the share options.

The fair value of the employee share option is determined on conditional grant date using the Black Scholes pricing model which takes into account the market conditions and non-vesting conditions.

(d) Employee share award plan

Pursuant to the Ramba Group Performance Share Plan ("RGPSP"), the Company's shares can be awarded to certain employees and directors of the Group.

The performance shares cost is charged at the share price of grant date and is amortised and recognised in the profit or loss over the vesting periods from the grant date.

When the options are exercised or share awards are vested, the share based payment reserve is transferred to share capital if new shares are issued, or to treasury shares if the options or awards vested are satisfied by the reissuance of treasury shares.

2.24 Leases

The determination of whether an arrangement is, or contains a lease is based on the substance of the arrangement at inception date: whether fulfilment of the arrangement is dependent on the use of a specific asset or assets or the arrangement conveys a right to use the asset, even if that right is not explicitly specified in an arrangement.

For arrangements entered into prior to 1 January 2005, the date of inception is deemed to be 1 January 2005 in accordance with the transitional requirements of INT FRS 104.

(a) As lessee

Finance leases which transfer to the Group substantially all the risks and rewards incidental to ownership of the leased item, are capitalised at the inception of the lease at the fair value of the lease asset or, if lower, at the present value of the minimum lease payments. Any initial direct cost are also added to the amount capitalised. Lease payments are apportioned between the finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are charged to profit or loss. Contingent rents, if any, are charged as expenses in the periods in which they are incurred.

Capitalised leased assets are depreciated over the shorter of the estimated useful life of the asset and the lease term, if there is no reasonable certainty that the Group will obtain ownership by the end of the lease term.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

2.24 Leases (cont'd)

(a) As lessee (cont'd)

Operating lease payments are recognised as an expense in the profit or loss on a straight-line basis over the lease term. The aggregate benefit of incentives provided by the lessor is recognised as a reduction of rental expense over the lease term on a straight-line basis.

(b) As lessor

Leases where the Group retains substantially all the risks and rewards of ownership of the asset are classified as operating leases. Initial direct costs incurred in negotiating an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. The accounting policy for rental income is set out in Note 2.26 (f). Contingent rents are recognised as revenue in the period in which they are earned.

2.25 Abandonment and site restoration obligations

The Company recognizes its obligations for the future removal and site restoration of gas production facilities, wells, pipelines and related assets in accordance with the provisions in the technical assistance contracts or in line with applicable regulations.

Initial estimated costs for dismantlement and site restoration of oil and gas properties are to be recognised as part of acquisition costs of the oil and gas properties, which will subsequently be depreciated as part of the acquisition costs of the asset.

In most instances, the removal of these assets will occur many years in the future. The provision for future restoration costs is the best estimate of the present value of the future expenditures required to undertake the restoration obligation at the reporting date, based on current legal requirements. The estimate of future removal costs therefore requires management to make judgements regarding the timing of removal, the extent of restoration activities required and future removal technologies.

2.26 Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured, regardless of when the payment is made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duty.

(a) Rendering of services

Revenue is recognised upon service rendered.

(b) Oil and Gas sales

Revenue from sales of oil and gas are recognised upon delivery to customers. Oil and gas revenue is recorded on the entitlement method.

(c) Interest income

Interest income is recognised using the effective interest method.

(d) Leasing income

Leasing income arising from rental of transport equipment is accounted for based on the usage of the transport equipment.

(e) Dividend income

Dividend income is recognised when the Group's right to receive payment is established.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

2.26 Revenue (cont'd)

(f) Rental income

Rental income adjusted for rent free incentives is recognised on a straight-line basis over the lease terms.

2.27 Taxes

(a) Current income tax

Current income tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the end of the reporting period, in the countries where the Group operates and generates taxable income.

Current income taxes are recognised in profit or loss except to the extent that the tax relates to items recognised outside profit or loss, either in other comprehensive income or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

(b) Deferred tax

Deferred tax is provided using the liability method on temporary differences at the end of the reporting period between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognised for all temporary differences, except:

- where the deferred tax liability arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and

- in respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, carry forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised except:

- where the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and

- in respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at the end of each reporting period and are recognised to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

2.27 Taxes (cont'd)

(b) Deferred tax (cont'd)

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the end of each reporting period.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss. Deferred tax items are recognised in correlation to the underlying transaction either in other comprehensive income or directly in equity and deferred tax arising from a business combination is adjusted against goodwill on acquisition.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current income tax assets against current income tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Tax benefits acquired as part of a business combination, but not satisfying the criteria for separate recognition at that date, would be recognised subsequently if new information about facts and circumstances changed. The adjustment would either be treated as a reduction to goodwill (as long as it does not exceed goodwill) if it incurred during the measurement period or in profit or loss.

(c) Sales tax

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

- Where the sales tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case the sales tax is recognised as part of the 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.

The net amount of sales tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the balance sheet.

2.28 Segment reporting

For management purposes, the Group is organised into operating segments based on their products and services which are independently managed by the respective segment managers responsible for the performance of the respective segments under their charge. The segment managers report directly to the management of the Company who regularly review the segment results in order to allocate resources to the segments and to assess the segment performance. Additional disclosures on each of these segments are shown in Note 36, including the factors used to identify the reportable segments and the measurement basis of segment information.

2.29 Share capital and share issuance expenses

Proceeds from issuance of ordinary shares are recognised as share capital in equity. Incremental costs directly attributable to the issuance of ordinary shares are deducted against share capital.

2.30 Treasury shares

The Group's own equity instruments, which are reacquired (treasury shares) are recognised at cost and deducted from equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Group's own equity instruments. Any difference between the carrying amount of treasury shares and the consideration received, if reissued, is recognised directly in equity. Voting rights related to treasury shares are nullified for the Group and no dividends are allocated to them respectively.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

2.31 Contingencies

A contingent liability is:

(a) a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group; or

(b) a present obligation that arises from past events but is not recognised because:

(i) It is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or

(ii) The amount of the obligation cannot be measured with sufficient reliability.

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group.

Contingent liabilities and assets are not recognised on the balance sheet of the Group, except for contingent liabilities assumed in a business combination that are present obligations and which the fair values can be reliably determined.

2.32 Related parties

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 the 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 or an entity related to the Company. If 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); and
(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).

3. SIGNIFICANT ACCOUNTING JUDGEMENT AND ESTIMATES

The preparation of the Group's consolidated financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the disclosure of contingent liabilities at the end of each reporting period. However, uncertainty about these assumptions and estimates could result in outcomes that could require a material adjustment to the carrying amount of the asset or liability affected in the future periods.

3.1 *Judgements made in applying accounting policy*

In the process of applying the Group's accounting policies, management has made the following judgements, apart from those involving estimations, which have the most significant effect on the amounts recognised in the consolidated financial statements:

(a) *Impairment of available-for-sale investments*

The Group records impairment charges on available-for-sale equity investments when there has been a significant or prolonged decline in the fair value below their cost. The determination of what is "significant" or "prolonged" requires judgement. In making this judgement, the Group evaluates, among other factors, historical share price movements and the duration and extent to which the fair value of an investment is less than its cost.

(b) *Income taxes*

Significant judgement is involved in determining the Group-wide provision for income taxes. There are certain transactions and computations for which the ultimate tax determination is uncertain during the ordinary course of business. The Group recognises liabilities for expected tax issues based on estimates of whether additional taxes will be 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 provisions in the period in which such determination is made. The carrying amounts of the Group's income tax payable, deferred tax liabilities and deferred tax assets at 31 December 2011 were S$264,000 (2010: S$336,000), S$3,135,000 (2010: S$2,111,000) and S$176,000 (2010: S$179,000) respectively.

3.2 *Key sources of estimation uncertainty*

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

(i) *Useful lives of oil and gas properties/ property, plant and equipment*

Property, plant and equipment are depreciated on a straight-line basis over their estimated useful lives. Management estimates the useful lives of these property, plant and equipment to be within 3 to 10 years. Changes in the expected level of usage and technological developments could impact the economic useful lives and the residual values of these assets, therefore future depreciation charges could be revised. The carrying amounts of the Group's and Company's property, plant and equipment at 31 December 2011 were S$7,988,000 (2010: S$9,020,000) and S$78,000 (2010: S$74,000) respectively.

Oil and gas properties are depreciated using UOP method by reference to the ratio of production in the period and the related commercial reserve of the field. Changes in the expected level of the commercial reserve of the field could impact the depreciation rate, therefore future depreciation could be revised. The carrying amount of the Group's oil and gas properties at 31 December 2011 was S$22,394,000 (2010: S$16,769,000).

3. SIGNIFICANT ACCOUNTING JUDGEMENT AND ESTIMATES (CONT'D)

3.2 Key sources of estimation uncertainty (cont'd)

(ii) Impairment of loans and receivables

The Group assesses at the end of each reporting period whether there is any objective evidence that a financial asset is impaired. To determine whether there is objective evidence of impairment, the Group considers factors such as the probability of insolvency or significant financial difficulties of the debtor and default or significant delay in payments.

Where there is objective evidence of impairment, the amount and timing of future cash flows are estimated based on historical loss experience for assets with similar credit risk characteristics. The carrying amount of the Group's and Company's loans and receivable at the end of the reporting period is disclosed in Note 20 to the financial statements.

(iii) Impairment of non-financial assets

The Group assesses whether there are any indicators of impairment for all non-financial assets at each reporting date. Goodwill and other intangible assets and investments in exploration and evaluation assets are tested for impairment annually and at other times when such indicators exist. Other non-financial assets are tested for impairment when there are indicators that the carrying amounts may not be recoverable.

When value in use calculations are undertaken, management must estimate the expected future cash flows from the asset or cash-generating unit and choose a suitable discount rate in order to calculate the present value of those cash flows. Further details of the key assumptions applied in the impairment assessment of goodwill and other intangible assets, are given in Note 12 to the financial statements.

(iv) Employee share options

The Group measures the cost of equity-settled transactions with employees by reference to the fair value of the equity instruments at the date at which they are granted. Estimating fair value for share-based payment transactions requires determining the most appropriate valuation model, which is dependent on the terms and conditions of the grant. This estimate also requires determining the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them. The assumptions and models used for estimating fair value for share-based payment transactions are disclosed in Note 6.

4. TURNOVER

	Group 2011 S$'000	Group 2010 S$'000
Revenue from logistics services	53,114	39,733
Oil and gas sales	8,378	3,995
Rental	3,023	3,364
	64,515	47,092

5. OTHER INCOME

	Group 2011 S$'000	Group 2010 S$'000
Leasing income	557	866
Diesel consumed by service partner	677	498
Port rebate	708	730
Interest income from bank	32	45
Demurrage/port/THC	1,030	831
Share of oil net take	–	1,146
Others	480	501
	3,484	4,617

6. SALARIES AND EMPLOYEE BENEFITS

	Note	Group 2011 S$'000	Group 2010 S$'000
Salaries and bonuses (including directors' fees)	35	18,607	14,332
Central Provident Fund contributions		1,384	1,078
Shared-based payment		1,561	2,372
Grant income from Jobs Credit Scheme		–	(126)
Other benefits		2,786	1,717
		24,338	19,373

Share Options

At an Extraordinary General Meeting held in 2007, the Company's shareholders approved the Ramba Group Share Option Scheme ("RGSOS") for the granting of non- transferrable options that are settled by physical delivery of the ordinary shares of the Company, to eligible senior executives and employees respectively.

On 12 March 2010, the Company's shareholders approved the participation of CEO, Mr Aditya Wisnuwardana Seky Soeryadjaya, in the RGSOS. The number of options granted was 666,000 at the exercise price S$0.69 per share.

On 13 September 2010, the Company granted 1,251,000 share options (other than controlling shareholders and their associates) under RGSOS. The exercise price for the option granted is S$0.38 per share. These options expire on 13 September 2012 and are exercisable if the employee remains in service as of the exercise date (ie. 13 September 2011).

6. SALARIES AND EMPLOYEE BENEFITS (CONT'D)

Share Options (cont'd)

At the 4 March 2011 Extraordinary General Meeting, the Company's shareholders approved the RGSOS participation of Mr. Aditya Wisnuwardana Seky Soeryadjaya, an associate of the controlling shareholder of the Company. The number of the shares granted was 229,000 at the exercise price of S$0.38 per share.

On 28 March 2011, the Company granted 407,000 share options to the employees under the RGSOS at the exercise price of S$0.485 per share. These options expires on 28 March 2013 and are exercisable if the employee remains in service as of the exercise date (ie. 28 March 2012).

On 3 October 2011, the Company granted another 1,290,000 share options (other than controlling shareholders and their associates) under the RGSOS at the exercise price of $0.390 per share. The vesting period of these options is 3 years from the grant date and expires on 3 October 2016. The options are exercisable if the employee remains in services as of the exercise date (ie. 3 October 2014).

On the same date, the Company granted 619,000 share options to Mr Aditya Wisnuwardana Seky Soeryadjaya, an associate of the controlling shareholder of the Company, which would be subject to shareholder approval at the forthcoming Annual General Meeting ("AGM").

Movement of share options during the financial year

The following table illustrates the number (No.) and weighted average exercise prices (WAEP) of, and movements in, share options during the financial year:

	2011		2010	
	No. '000	WAEP S$	No. '000	WAEP S$
Outstanding at 1 January	4,601	0.61	2,901	0.69
- Granted	1,926	0.40	1,917	0.49
- Exercised	–	–	–	–
- Expired	(3,350)	0.69	–	–
- Cancelled	(34)	0.49	(217)	0.69
Outstanding at 31 December	3,143	0.40	4,601	0.61
Exercisable at 31 December	1,480	0.38	3,350	0.69

- The weighted average fair value of options granted during the financial year was $0.17 (2010: $0.19).

Share Awards

On 12 March 2010, the Company's shareholders approved the participation of CEO, Mr Aditya Wisnuwardana Seky Soeryadjaya, in the RGPSP. The numbers of awards granted was 666,000.

On 21 May 2010, the Company granted 245,000 share awards under the RGPSP, 47,000 of the Company shares were awarded on the same day. 48,000 shares each to be awarded on 4 January 2011 and 4 January 2012 respectively. The balance of 102,000 to be released over three years from the date of the grant in equal one-third proportion of the total share awards granted.

On 13 September 2010, the Company granted 1,359,000 share awards (other than controlling shareholders and their associates) under the RGPSP. The shares are to be released over three years from the date of the grant in equal one-third proportion of the total share awards granted.

At the 4 March 2011 Extraordinary General Meeting, the Company's shareholders approved the RGPSP participation of Mr. Aditya Wisnuwardana Seky Soeryadjaya, an associate of the controlling shareholder of the Company. The number of the shares granted was 443,000.

6. SALARIES AND EMPLOYEE BENEFITS (CONT'D)

Share Awards (cont'd)

On 28 March 2011, the Company granted 928,000 share awards to the employees under the RGPSP. The share awards will be released over the next years from the date of the grant in equal one third proportion of the total share awards granted.

On 3 October 2011, the Company also granted 1,609,000 share awards and 3,533,500 bonus awards (other than controlling shareholders and their associates) under the RGPSP. The share awards will be released over three years from the grant date in equal one third proportion of the total share awards granted. The bonus awards will be released as follows:

- 10% after 1st Anniversary of the grant date
- 15% after 2nd Anniversary of the grant date
- 20% after 3rd Anniversary of the grant date
- 25% after 4th Anniversary of the grant date
- 30% after 5th Anniversary of the grant date

On the same date, the Company granted 390,000 share awards and 1,085,500 bonus awards to Mr Aditya Wisnuwardana Seky Soeryadjaya, an associate of the controlling shareholder of the Company, which would be subject to shareholder approval at the forthcoming AGM.

During the year, the Company had issued 1,640,000 (2010: 1,001,000) ordinary shares under the RGPSP award.

Fair value of share based compensation

The fair value of the share based compensation granted under the RGSOS is estimated at the grant date using Black Scholes Pricing Model, taking into account the terms and conditions upon which the instruments were granted.

The model takes into account historic dividends, covariance on the share price fluctuation of the Company to predict the distribution of relative share performance.

The following table lists the inputs to the option pricing models for the years ended 31 December 2011 and 2010:

			RGSOS		
	4 March 2011	**28 March 2011**	**3 October 2011**	**12 March 2010**	**13 September 2010**
Dividend yield (%)	0.50	0.50	0.00	0.50	0.50
Expected volatility (%)	50.92	52.93	56.92	131.88	89.80
Risk-free interest rate (% p.a.)	0.35	0.32	0.25	0.47	0.47
Expected life of option (years)	1.0	1.0	3.0	1.5	1.5
Share price as of valuation date ($)	0.4800	0.5150	0.3450	0.4836	0.3865

The expected life of the options is based on historical data and is not necessarily indicative of exercise patterns that may occur. The expected volatility reflects the assumption that the historical volatility over a period similar to the life of the options is indicative of future trends, which may not necessarily be the actual outcome.

7. FINANCE COSTS

	Group	
	2011 S$'000	**2010 S$'000**
Term loans interest expense	324	328
Finance charges – finance lease obligations	165	100
	489	428

8. (A) OTHER OPERATING EXPENSES

	Group	
	2011 S$'000	2010 S$'000
Impairment of investment in associate	932	–
Gain on disposal of a subsidiary	(144)	–
Audit fees paid to auditors of the Company	245	160
Non-audit fees paid to auditors of the Company	57	91
Audit fees paid to other auditors	7	22
Total audit and non-audit fees	309	273
Net foreign exchange (gain)/loss	(571)	695
Rental expenses – office	483	132
Legal and other professional fees	3,173	3,351
Property, plant and equipment written off	109	40
Allowance for doubtful receivables	101	19
Provision for doubtful cash calls from joint venture partner	2,541	–

8. (B) LOSS BEFORE TAX

The following items have been included in the arriving at loss before tax:

	Group	
	2011 S$'000	2010 S$'000
Amortisation of intangible assets and depreciation of oil and gas properties and property, plant and equipment	3,004	2,833
Rental expenses – warehouse and leasehold building	4,320	3,325
Lease of transport equipment and ISO tanks	4,006	3,715
Credit goodwill arising from acquisition of subsidiaries	–	(4,855)

9. TAXATION

The major components of income tax expense for the year ended 31 December were:

(a) Income Statement

	Group	
	2011 S$'000	2010 S$'000
Current income tax		
- Current year	433	651
- Over provision in respect of prior years	(8)	(20)
Deferred income tax		
- Current year	957	136
- Over provision in respect of prior years	–	(38)
Income tax	1,382	729

9. TAXATION (CONT'D)

(b) *Relationship between tax expenses and accounting loss*

A reconciliation between income tax expense and the product of accounting loss multiplied by the applicable corporate tax rate for the financial year ended 31 December was as follows:

	Group	
	2011 S$'000	**2010 S$'000**
Loss before tax	(9,124)	(367)
Tax at domestic rates applicable to (losses)/profits in the countries in which the Group operates	(821)	364
Adjustments for tax effects of:		
Expenses non-deductible for tax purposes	2,333	1,466
Income not subject to taxation and deduction	–	(842)
Tax exempt profits/rebates	(226)	(130)
Share of results of associates and a joint venture	6	(174)
Over provision in respect of prior years	(8)	(58)
Deferred tax asset not recognised	150	329
Others	(52)	(226)
	1,382	729

The above reconciliation is prepared by aggregating separate reconciliations for each national jurisdiction.

10. BASIC AND DILUTED LOSS PER SHARE

The following table reflects the profit or loss and share data used in the computation of basic and diluted loss per share for the year ended 31 December:

	Group	
	2011 S$'000	**2010 S$'000**
Loss net of tax attributable to ordinary equity holders of the Company used in the computation of basic/diluted loss per share	(8,796)	(580)
	No. of Shares	**No. of Shares**
Weighted average number of ordinary shares for basic/ diluted loss per share computation	226,706,765	189,903,957
Basic/diluted loss per share attributable to shareholders of the Company (cents per share)	(3.88)	(0.31)

Basic loss per share is calculated by dividing loss for the year attributable to ordinary equity holders of the Company by the weighted average number of ordinary shares outstanding during the year.

Diluted loss per share is calculated on the same basis as basic loss per share as there are no dilutive potential ordinary shares as at 31 December 2011 and 31 December 2010.

11. OIL AND GAS PROPERTIES/ PROPERTY, PLANT AND EQUIPMENT

Group	ISO Tank	Office equipment	Furniture and fittings	Renovation	Office container	Tools and equipment	Transport equipment	Property, Plant and equipment, Total	Oil and gas properties	Total
	S$'000	S$'000	S$'000	S$'000	S$'000	S$'000	S$'000	S$'000	S$'000	S$'000
Cost:										
At 1 January 2010	579	2,405	1,584	666	15	108	7,196	12,553	–	12,553
Additions	2,608	135	46	92	–	21	2,563	5,465	1,303	6,768
Written-off	–	(45)	(58)	(23)	–	(43)	(10)	(179)	–	(179)
Acquisition of a subsidiary	–	39	9	–	–	–	209	257	17,981	18,238
Net exchange differences	(48)	(3)	(1)	(1)	–	–	(8)	(61)	(1,404)	(1,465)
At 31 December 2010 and 1 January 2011	3,139	2,531	1,580	734	15	86	9,950	18,035	17,880	35,915
Additions	–	488	117	60	–	1	373	1,039	6,535	7,574
Written-off	–	(14)	(362)	(134)	–	–	–	(510)	–	(510)
Disposal of a subsidiary	–	(75)	–	–	–	–	(202)	(277)	–	(277)
Net exchange differences	31	–	–	(1)	–	–	(19)	11	67	78
At 31 December 2011	3,170	2,930	1,335	659	15	87	10,102	18,298	24,482	42,780
Accumulated depreciation and impairment loss:										
At 1 January 2010	–	2,319	719	432	15	106	4,000	7,591	–	7,591
Charge for the financial year	174	81	203	162	–	3	955	1,578	1,172	2,750
Written-off	–	(38)	(58)	–	–	(43)	–	(139)	–	(139)
Net exchange differences	(10)	(1)	–	(1)	–	–	(3)	(15)	(61)	(76)
At 31 December 2010 and 1 January 2011	164	2,361	864	593	15	66	4,952	9,015	1,111	10,126
Charge for the financial year	166	120	230	60	–	8	1,151	1,735	1,040	2,775
Written-off	–	(8)	(332)	(61)	–	–	–	(401)	–	(401)
Disposal of a subsidiary	–	(24)	–	–	–	–	(22)	(46)	–	(46)
Net exchange differences	7	–	–	–	–	–	–	7	(63)	(56)
At 31 December 2011	337	2,449	762	592	15	74	6,081	10,310	2,088	12,398
Net carrying amount:										
At 31 December 2010	2,975	170	716	141	–	20	4,998	9,020	16,769	25,789
At 31 December 2011	2,833	481	573	67	–	13	4,021	7,988	22,394	30,382

11. OIL AND GAS PROPERTIES/ PROPERTY, PLANT AND EQUIPMENT (CONT'D)

Company	Transport equipment S$'000	Office equipment S$'000	Total S$'000
Cost:			
At 1 January 2010	98	16	114
Additions	–	–	–
At 31 December 2010 and 1 January 2011	98	16	114
Additions	–	40	40
At 31 December 2011	98	56	154
Accumulated depreciation:			
At 1 January 2010	10	5	15
Charge for the financial year	20	5	25
At 31 December 2010 and 1 January 2011	30	10	40
Charge for the financial year	19	17	36
At 31 December 2011	49	27	76
Net carrying amount:			
At 31 December 2010	68	6	74
At 31 December 2011	49	29	78

During the financial year, the Group purchased certain office and transport equipment under finance lease arrangements as detailed below:

	Group 2011 S$'000	Group 2010 S$'000
Cost	757	2,464
Consideration paid in cash	(32)	(368)
Amount under finance leases	725	2,096
Net carrying amount of assets at end of year held under finance leases	4,066	4,350

The office and transport equipment purchased under finance leases is pledged to financial institutions as security for facilities granted (Note 29) and some are guaranteed by the Company.

12. INTANGIBLE ASSETS

Group	Goodwill S$'000	Software S$'000	Customer relationship S$'000	Club membership S$'000	Total S$'000
Cost:					
At 1 January 2010	1,036	89	–	254	1,379
Adjustment due to purchase price allocation	(229)	–	180	–	(49)
Additions	–	642	–	50	692
At 31 December 2010 and 1 January 2011	807	731	180	304	2,022
Acquisition of subsidiary	993	192	–	–	1,185
Additions	–	387	–	–	387
At 31 December 2011	1,800	1,310	180	304	3,594
Accumulated amortisation and impairment:					
At 1 January 2010	–	–	–	–	–
Charge during the year	–	64	–	19	83
At 31 December 2010 and 1 January 2011	–	64	–	19	83
Charge during the year	–	206	–	23	229
At 31 December 2011	–	270	–	42	312
Net carrying amount:					
At 31 December 2010	807	667	180	285	1,939
At 31 December 2011	1,800	1,040	180	262	3,282

Goodwill on consolidation is determined based on the purchase consideration less estimated fair value of net assets acquired. In prior year, adjustments were made to the carrying amount of goodwill and customer relationship following the completion of the purchase price allocation exercise.

Goodwill is allocated for impairment testing purposes to the CGU. The recoverable amount of the CGU including goodwill is determined based on value-in-use calculations using cash-flow projections from financial forecast covering a five-year period. The pre-tax discount rate applied to the cash-flow projections and the forecasted growth rate used to extrapolate cash-flow projections beyond the five-year period are 12% and 6% respectively.

The forecasted growth rate is based on past performance and management's expectation of market development.

12. INTANGIBLE ASSETS (CONT'D)

Company	Software S$'000	Club membership S$'000	Total S$'000
Cost:			
At 1 January 2010	–	205	205
Additions	172	–	172
At 31 December 2010 and 1 January 2011	172	205	377
Additions	23	–	23
At 31 December 2011	195	205	400
Accumulated amortisation and impairment:			
At 1 January 2010	–	–	–
Charge during the year	–	19	19
At 31 December 2010 and 1 January 2011	–	19	19
Charge during the year	–	14	14
At 31 December 2011	–	33	33
Net carrying amount:			
At 31 December 2010	172	186	358
At 31 December 2011	195	172	367

There was no amortisation charge on the Company's software as the development of the software is still in progress as at year-end.

13. INVESTMENTS IN EXPLORATION AND EVALUATION ASSETS

Investments in exploration and evaluation assets refer to the participation rights in the oil and gas sharing contract, signature bonus and capitalised cost relating to the directly attributable overheads in the exploration and evaluation activities.

	Group 2011 S$'000	Group and Company 2010 S$'000
Cost		
As at 1 January	9,854	9,854
Acquisition of subsidiary (Note 14)	496	–
Additions during the financial year	2,833	–
Net exchange differences	(745)	–
	12,438	9,854

14. INVESTMENTS IN SUBSIDIARIES

	Company 2011 S$'000	Company 2010 S$'000 (Restated)
Unquoted shares, at cost	11,234	11,195
Less: Impairment loss	(1,050)	(1,050)
RGPSP/RGSOS contribution	1,784	1,278
	11,968	11,423

The details of subsidiaries are as follows:

Name	Principal activities	Country of incorporation	Cost 2011 S$'000	Cost 2010 S$'000 Restated	Effective equity interest 2011 %	Effective equity interest 2010 %
Held by the Company:						
* RichLand Logistics Services Pte Ltd	Provision of transportation management and airport cargo terminal handling	Singapore	6,901	6,901	100	100
* REL Resources Services Pte Ltd	Investment holding	Singapore	1,050	1,050	100	100
* REL Oil & Gas Pte Ltd	Investment holding	Singapore	198	198	100	100
* RichLand Global Pte Ltd	Investment holding	Singapore	@	@	100	100
* RBC Properties Pte Ltd	Provision of real estate management services and investment holding	Singapore	@	@	100	100
1* RichLand Project Logistics Pte Ltd	Provision of specialised logistics and supply management services	Singapore	483	450	100	75
* RichLand LSP Pte Ltd	Provision of logistics, transportation and freight forwarding services for the chemical industry	Singapore	2,570	2,570	50	50
** Ramba Energy Jatirarangon Limited (formerly known as Ellipse Energy Jatirarangon Wahana Ltd.)	Exploration and production of oil and gas	Bermuda	17	17	5	100
** PT RichLand Indonesia	Investment holding	Indonesia	15	9	1	1
			11,234	11,195		

14. INVESTMENTS IN SUBSIDIARIES (CONT'D)

Name	Principal activities	Country of incorporation	Effective equity interest 2011 %	Effective equity interest 2010 %
Held through RichLand Global Pte Ltd:				
[2] Fu-Yuan Holdings Sdn Bhd	Dormant	Malaysia	100	100
[3]* RichLand LSP Pte Ltd	Provision of logistics, transportation and freight forwarding services for the chemical industry	Singapore	50	–
** PT. RichLand Indonesia	Investment holding	Indonesia	99	99
Held through PT. RichLand Indonesia:				
** PT. RichLand Logistics Indonesia	Provision of transportation and logistics services	Indonesia	^100	100
Held through RichLand Project Logistics Pte Ltd:				
[4] RichLand SCM (KL) Sdn Bhd	Dormant	Malaysia	–	60
Held through REL Resources Services Pte Ltd:				
## Ramba Resource Services Limited	Investment holding	British Virgin Islands ("BVI")	100	–
Held through REL Oil & Gas Pte Ltd :				
## Ramba Energy Investment Limited	Investment holding	BVI	100	100
Held through Ramba Energy Investment Limited:				
## Ramba Energy Indonesia Limited	Investment holding	BVI	100	100

14. INVESTMENTS IN SUBSIDIARIES (CONT'D)

Name	Principal activities	Country of incorporation	Effective equity interest 2011 %	Effective equity interest 2010 %
Held through Ramba Energy Indonesia Limited:				
## Ramba Energy Production Ltd (formerly known as Ramba Lemang Ltd)	Investment holding	BVI	100	100
## Ramba Energy Corridor Limited	Investment holding	BVI	100	100
## Ramba Energy Exploration Ltd	Investment holding	BVI	100	100
5 PT Sugih Energy Tbk	Investment holding	Indonesia	–	55.2
Held through Ramba Energy Exploration Ltd:				
## Ramba Energy West Jambi Limited	Investment holding	BVI	100	100
## Ramba Energy Lemang Limited	Investment holding	BVI	100	100
** Ramba Energy Jatirarangon Limited	Exploration and production of oil and gas	Bermuda	95	–
Held through Ramba Energy Lemang Limited:				
** PT Hexindo Gemilang Jaya	Exploration and production of oil and gas	Indonesia	80.4	–

@ Denotes less than S$1,000
1 On 31 October 2011, the Company acquired the remaining 25% interest from the non-controlling shareholder for consideration of S$33,000.
2 Fu-Yuan Holdings Sdn Bhd is in the liquidation process as at year end.
3 On 31 October 2011, RichLand Global Pte Ltd acquired the remaining 50% interest from the non-controlling shareholder for a consideration of S$1.
4 RichLand SCM (KL) Sdn Bhd had completed its liquidation process as at year end.
5 During the year, the Group disposed 16.06% interest in PT Sugih Energy Tbk ("PT Sugih") and it ceased to be a subsidiary of the Group.
^ 49% of the shares are being held by PT Lumbung Surya Putra, which in turn had pledged its shares to RichLand Global Pte Ltd.

Audited by:
* Ernst & Young LLP, Singapore
** Ernst & Young, Indonesia
Not required to be audited under laws of incorporation of BVI. These entities are also not material to the Group and not required to be disclosed under SGX Listing Rule 717.

14. INVESTMENTS IN SUBSIDIARIES (CONT'D)

In accordance to Rule 716 of SGX-ST Listing Rules, the Audit Committee and Board of Directors of the Company confirmed that they are satisfied that the appoinment of different auditors for its subsidiaries would not compromise the standard and effectiveness of the audit of the Group.

Acquisition of subsidiaries in 2010

In financial year 2010, the Group made the following acquisitions:

(i) An additional cash consideration of S$41,132 was paid to the vendor for the acquisition of 50% interest in RichLand LSP Pte Ltd.

(ii) The Group acquired 100% interest in Ramba Energy Jatirarangon ("REJ") for a consideration of S$18,324,000, of which S$8,424,000 was settled in cash, after netting off S$30,000, being the cash and cash equivalents acquired in respect of REJ. This acquisition gave rise to a credit goodwill on acquisition of S$3,923,000.

(iii) The Group acquired 55.2% interest in PT Sugih Energy Tbk ("PT Sugih"). The cash consideration paid was S$1,790,000, after netting off S$220,000 being the cash and cash equivalents acquired. This acquisition gave rise to a credit goodwill on acquisition of S$932,000.

Acquisition of a subsidiary in 2011

Pursuant to a restructing exercise in December 2011, Ramba Energy Lemang Limited, a wholly-owned subsidiary, obtained 80.4% interest in PT Hexindo Gemilang Jaya ("PT Hexindo") from a related party for cash consideration of S$9,000 (Note 35(c))

The Group's share on the fair value of the identifiable assets and liabilities of PT Hexindo as at the date of acquisition were:

	Carrying amount before combination S$'000	Recognised on date of acquisition S$'000
Investment in exploration and evaluation assets	496	496
Intangible asset	192	192
Trade and other receivables	1,216	1,216
Cash and cash equivalents	1,439	1,439
	3,343	3,343
Trade and other payables	(4,567)	(4,567)
	(4,567)	(4,567)
Total identifiable liabilities	(1,224)	(1,224)
80.4% net identifiable liabilities acquired		(984)
Goodwill arising on acquisition		993
		9
Less: Cash and cash equivalents acquired		(1,439)
Net cash inflow on acquisition of PT Hexindo		1,430

14. INVESTMENTS IN SUBSIDIARIES (CONT'D)

Acquisition of non-controlling interest

On 31 October 2011, RichLand Global Pte Ltd paid S$1 to the vendor for its acquisition of 50% interest in RichLand LSP Pte Ltd. On the same day, the Company acquired the remaining 25% interest in RichLand Project Logistics Pte Ltd for a consideration of S$33,000.

Disposal of a subsidiary

On 14 December 2011, the Group appointed PT Sinarmas Sekuritas as its placement agent and underwriter for disposal of it's 55.2% interest in PT Sugih at a minimum price of IDR100 per share, or a total consideration of S$3.15 million. Pursuant to this arrangement, 16.06% interest in PT Sugih was sold on 22 December 2011, leaving 39.14% interest in PT Sugih as at year end. The remaining invetment in PT Sugih is classified as available for sale assets as the Company is expecting to complete the divestment in near future.

The Group's share on the value of the identifiable assets and liabilities of PT Sugih as at the date of disposal were:

	Recognised on date of disposal S$'000
Property, plant and equipment	231
Investment in associate company	299
Available for sale asset	3,587
Trade and other receivables	1,057
Prepayment and deposits	119
Cash and cash equivalents	3
	5,296
Trade and other payables	(555)
Net identifiable assets	4,741
55.2% net identifiable assets disposed	2,617
Foreign currency translation reserve	87
	2,704
Less: Cash disposed	(3)
Add:	
Fair value adjustment	305
Gain on disposal of 16.06% interest	144
Deferred consideration yet to be received	3,150

Represented by:

	S$'000
Other receivables	914
Available for sale assets	2,236
Deferred consideration yet to be received	3,150

15. INVESTMENT IN ASSOCIATES

	Group 2011 S$'000	Group 2010 S$'000	Company 2011 S$'000	Company 2010 S$'00
Shares, at cost	50	50	50	50
Acquisition of associate	–	332	–	–
Transferred from available-for-sale assets (Note 22)	1,321	–	1,321	–
Share of post-acquisition reserves	1,766	2,771	–	–
Dividend received	(2,139)	(1,635)	(389)	–
Impairment of investment in associate	(932)	–	(932)	–
Net exchange differences	–	(57)	–	–
	66	1,461	50	50

During the year, the Company impaired the investment in Tristar Global Ramba Limited.

The details of associates are as follows:

Name	Principal activities	Country of incorporation	Effective equity interest 2011 %	Effective equity interest 2010 %
Held by the Company				
(1) RLG Development Pte Ltd	Dormant	Singapore	25	25
^(2) Tristar Global Ramba Limited (previously known as Elnusa Tristar Ramba Ltd)	Oil and gas exploration and production	BVI	25	–

Note
(1) RLG Development Pte Ltd is in liquidation process.
(2) Tristar Global Ramba Limited is dormant after the concession was handled back to Perusahaan Pertambangan Minyak dan Gas Bumi Negara ("Pertamina").
^ Not required to be audited under the laws of incorporation of BVI.

15. INVESTMENT IN ASSOCIATES (CONT'D)

The summarised financial information of RLG Development Pte Ltd and Tristar Global Ramba Limited, adjusted for the proportion of ownership interest held by the Group, are as follows:

	Group	
	2011 S$'000	2010 S$'000
Assets and liabilities:		
Total assets	78	5,769
Total liabilities	12	(4,308)
Results:		
Revenue	–	13,721
(Loss)/profit for the year	(34)	1,006

16. INVESTMENT IN A JOINT VENTURE

	Group	
	2011 S$'000	2010 S$'000
Shares, at cost	16	16
Share of post-acquisition reserves	15	15
Loan to joint venture	18	18
	49	49

The loan to joint venture is unsecured and non-interest bearing. They have no repayment terms and are repayable only when the cash flows of the borrower permits. Accordingly, the fair values of the loan is not determinable as the timing of the future cash flows arising from the loan cannot be reasonably estimated.

The details of joint venture are as follows:

Name	Principal activities	Country of incorporation	Effective equity interest 2011 %	Effective equity interest 2010 %
Held through PT RichLand Logistics Indonesia				
* PT. Bintang RichLand	Provision of vehicle rental services	Indonesia	50	50

* Not required to be audited by the law of its country of incorporation.

16. INVESTMENT IN A JOINT VENTURE (CONT'D)

The summarised financial information of the joint venture, related to the Group's interest in the joint venture is as follow:

	Group 2011 S$'000	Group 2010 S$'000
Assets and liabilities:		
Total assets	89	98
Total liabilities	(58)	(67)
Income and expenses:		
Revenue	–	41
Expenses	–	(24)

17. LOANS TO SUBSIDIARIES

These loans are unsecured and non-interest bearing. They have no repayment term and the Directors of the Company do not expect the amounts to be receivable within the next 12 months. As the loans are repayable only when the cash flows of the subsidiaries permits, the fair values are not determinable as the timing of the future cash flows arising from the loans cannot be reasonably estimated.

18. OTHER ASSETS

Other assets referred to professional fees incurred for business acquisitions and the deposit placed with Pertamina.

19. LEASED ASSETS

Leased assets refer to the capitalised agent fees and stamp duty incurred in negotiating an operating lease. The capitalised costs are amortised over the relevant lease period on a straight line basis.

20. TRADE RECEIVABLES

	Group		Company	
	2011 S$'000	2010 S$'000	2011 S$'000	2010 S$'000
Third party customers	13,049	10,707	–	–
Less: Allowance for doubtful trade receivables	–	(14)	–	–
	13,049	10,693	–	–
Other receivables (Note 21)	11,535	7,400	19,877	6,411
Loans to subsidiaries (Note 17)	–	–	27,415	16,389
Cash and bank balances (Note 24)	12,800	8,546	3,392	967
Fixed deposits (Note 24)	2,507	1,974	1,649	1,649
Total loans and receivables	39,891	28,613	52,333	25,416

Trade receivables are non-interest bearing and are generally on 30-90 days terms. They are recognised at their original invoice amounts which represent their fair values on initial recognition.

20. TRADE RECEIVABLES (CONT'D)

Trade receivables that are past due but not impaired

The Group has trade receivables amounting to S$3,315,000 (2010: S$2,057,000) that are past due at the end of the reporting period but not impaired. These receivables are unsecured and the analysis of their ageing at the end of the reporting period is as follows:

	Group	
	2011	**2010**
	S$'000	**S$'000**
Trade receivables past due:		
Less than 30 days	2,466	1,458
30 to 60 days	614	473
61-90 days	203	40
91-120 days	13	86
More than 120 days	19	–
	3,315	2,057

Trade receivables that are impaired

The Group's trade receivables that are impaired at the end of the reporting period and the movement of the allowance accounts used to record the impairment are as follows:

	Group Individually impaired	
	2011	**2010**
	S$'000	**S$'000**
Trade receivables - nominal amounts	–	14
Less: Allowance for doubtful trade receivables	–	(14)
	–	–

	Group Individually impaired	
	2011	**2010**
	S$'000	**S$'000**
Movement in allowance accounts:		
At 1 January	(14)	(21)
Charge for the year	–	(19)
Written back	6	–
Utilised during the year	8	26
At 31 December	–	(14)

Trade receivables that are individually determined to be impaired at the end of the reporting period relate to debtors that are in significant financial difficulties and have defaulted on payments. These receivables are not secured by any collateral or credit enhancements.

Included in trade receivables for the Group are S$703,000 (2010: S$348,000) and S$3,993,000 (2010: S$3,436,000) denominated in Indonesia Rupiah ("IDR") and United States Dollars ("USD") respectively.

21. OTHER RECEIVABLES

	Group 2011 S$'000	Group 2010 S$'000	Company 2011 S$'000	Company 2010 S$'00
Refundable deposits	2,837	331	2,150	31
Due from joint-venture partner	5,666	5,355	–	–
Due from subsidiaries	–	–	17,168	5,302
Deferred rent receivable	105	39	–	–
Other receivables	1,061	–	147	–
Due from related party	281	–	–	–
Cash calls due from related party	552	–	–	–
Cash calls due from joint venture partner	2,629	–	–	–
Less: Provision for doubtful cash calls	(2,629)	–	–	–
	–	–	–	–
Sundry receivables	1,111	1,649	412	1,078
Disbursements due from customers	23	37	–	–
Less: Allowance for doubtful other receivables	(101)	(11)	–	–
	1,033	1,675	412	1,078
	11,535	7,400	19,877	6,411

Other receivables and cash calls due from joint venture partner that are impaired

Movements of the allowance/provision accounts used to record the impairment are as follows:

Allowance for doubtful other receivables

	Group 2011	Group 2010	Company 2011	Company 2010
At 1 January	(11)	(11)	–	–
Charge for the year	(101)	–	–	–
Utilised during the year	11	–	–	–
At 31 December	(101)	(11)	–	–

Provision for doubtful cash calls

	Group 2011	Group 2010	Company 2011	Company 2010
At 1 January	–	–	–	–
Charge for the year	(2,541)	–	–	–
Net exchange differences	(88)	–	–	–
At 31 December	(2,629)	–	–	–

Refundable deposits
Included in refundable deposits are amounts paid to a third party pursuant to an agreement entered into on 1 July 2011, which upon the fulfilment of certain conditions by the third party, gives the Group an option to secure a participation interest in a potential concession.

Due from joint-venture partner
The amounts due from joint-venture partner refer to advances made by a subsidiary for the joint-venture partner's share of expenditure on the REJ's block. This will be paid through the joint-venture partner's entitlement portion based on the Funding Agreement between the subsidiary company and the joint-venture partner.

Due from subsidiaries
The amounts due from subsidiaries are non-trade in nature, unsecured, non-interest bearing, repayable on demand and are to be settled in cash.

21. OTHER RECEIVABLES (CONT'D)

Other receivables
Included in other receivables is an amount of S$147,000 (2010: S$Nil) due from a former subsidiary which is currently being held as available-for-sale assets as at 31 December 2011.

Due from related party
The amount due from related party which is the non controlling interest holder of PT Hexindo is non-trade in nature, unsecured, non-interest bearing, repayable on demand and to be settled in cash.

Cash calls due from related party and joint-venture partner
The cash calls due from related party, which is the non controlling interest holder of PT Hexindo, and joint venture partner are trade in nature, unsecured, non-interest bearing, repayable on demand and are to be settled in cash.

22. AVAILABLE-FOR-SALE ASSETS

	Group		Company	
	2011 S$'000	2010 S$'000	2011 S$'000	2010 S$'00
Current				
Investment in PT Sugih (Note 14)	2,236	–	–	–
Placement of fund by PT Sugih	–	3,633	–	–
	2,236	3,633	–	–
Non-current				
Investment in Tristar Global Ramba Limited	1,321	1,321	1,321	1,321
Transferred to investment in associates (Note 15)	(1,321)	–	(1,321)	–
	–	1,321	–	1,321

In financial year 2010, available-for-sale assets (non-current), carried at cost, refers to the Company's investment in Tristar Global Ramba Limited (formerly known as Elnusa Tristar Ramba Ltd) ("TGRL") which was approved by the shareholders at the Extraordinary General Meeting ("EGM") on 4 March 2011. Upon the approval by the shareholders, the investment in Tristar Global Ramba Limited was reclassified as investment in associates.

23. OTHER FINANCIAL ASSETS

	Group					
	2011 S$'000			2010 S$'000		
	Contract/ notional amount	Assets	Liabilities	Contract/ notional amount	Assets	Liabilities
Cash flow hedge						
- Forward currency contracts	653	2	–	–	–	–

At 31 December 2011, the Group held foreign currency forward contracts designated as hedges of expected future terms loans payments for which the Group has firm commitments. The terms of the foreign currency forward contracts have been negotiated to match the terms of the commitments.

24. CASH AND SHORT-TERM DEPOSITS

	Group		Company	
	2011 S$'000	2010 S$'000	2011 S$'000	2010 S$'000
Cash on hand and at bank	12,800	8,546	3,392	967
Fixed deposits	2,507	1,974	1,649	1,649
Less: Restricted cash classified as non-current assets	(1,649)	(1,649)	(1,649)	(1,649)
Less: Restricted cash classified as current assets	(50)	(325)	–	–
	808	–	–	–
Cash and cash equivalents	13,608	8,546	3,392	967

Fixed deposits earn interest at 0.13% to 1% (2010: 0.45% to 0.575%) per annum.

Restricted cash represents the amount of fixed deposits pledged to certain banks to secure banking facilities.

Included in cash and bank balances for the Group are amounts of S$25,000 (2010: S$264,000), S$741,000 (2010: S$204,000) and S$5,702,000 (2010: S$2,998,000) denominated in Malaysia Ringgit ("RM"), IDR and USD respectively.

25. TRADE PAYABLES

	Group		Company	
	2011 S$'000	2010 S$'000	2011 S$'000	2010 S$'000
Third party suppliers	5,920	4,095	255	895
Accrued operating expenses	5,553	2,200	74	78
	11,473	6,295	329	973
Other payables (Note 26)	7,403	3,922	6,410	3,639
Finance lease liabilities (Note 29)	2,533	3,071	61	53
Term loans (Note 30)	5,223	7,648	–	–
Loan from other party (Note 31)	–	99	–	–
Deferred consideration (Note 28)	33	–	33	–
Total financial liabilities carried at amortised cost	26,665	21,035	6,833	4,665

Trade payables are non-interest bearing and are normally settled on 60 days terms.

Included in trade payables of the Group are amounts of S$104,000 (2010: S$134,000), S$6,467,000 (2010: S$2,260,000) and S$512,000 (2010: S$475,000) denominated in RM, USD and IDR respectively.

26. OTHER PAYABLES

	Group		Company	
	2011 S$'000	2010 S$'000	2011 S$'000	2010 S$'000
Due to subsidiaries	–	–	3,248	3,430
Accrued salaries and employee benefits	2,393	1,337	–	–
Sundry payables	1,557	1,059	3,162	209
Security deposits from tenants	876	165	–	–
Deferred rent payable	1,126	1,071	–	–
Advance received from third party	1,204	–	–	–
Advance billing to tenant	247	290	–	–
	7,403	3,922	6,410	3,639

The amounts due to subsidiaries are non-trade in nature, unsecured, non-interest bearing, payable on demand and are to be settled in cash.

27. PROVISIONS

	Group	
	2011 S$'000	2010 S$'000
Current		
Provision for cargo and motor vehicles claims	130	64
Non-current		
Provision for reinstatement costs	210	136

Movements in provision for cargo and motor vehicles claims during the year were as follows:

	Group	
	2011 S$'000	2010 S$'000
Balance at 1 January	64	41
Provision made during the financial year	126	60
Utilised during the financial year	(60)	(37)
Balance at 31 December	130	64

Movements in provision for reinstatement costs during the year were as follows:

	Group	
	2011 S$'000	2010 S$'000
Balance at 1 January	136	136
Provision made during the financial year	74	–
Balance at 31 December	210	136

28. DEFERRED CONSIDERATION

Deferred consideration referred to the cash payment of the share consideration in the acquisition of the remaining 25% interest in RichLand Project Logistics Pte. Ltd.

29. FINANCE LEASE LIABILITIES

The Group purchased certain office and transport equipment under finance lease agreements. There are no restrictions placed upon the Group by entering into these leases. The finance leases are repayable in full by year 2015 and the effective interest rates range from 3.9% to 12.82% (2010: 2.58% to 8.0%) per annum.

Future minimum lease payments under finance leases together with the present value of the net minimum lease payments are as follows:

Group	Total minimum lease payments 2011 S$'000	Present value of payments 2011 S$'000	Total minimum lease payments 2010 S$'000	Present value of payments 2010 S$'000
Not later than one year	1,313	1,188	1,317	1,165
Later than one year but not later than five years	1,446	1,345	2,059	1,906
Total minimum lease payments	2,759	2,533	3,376	3,071
Less: Amount representing finance charges	(226)	–	(305)	–
Present value of minimum lease payments	2,533	2,533	3,071	3,071

Company	Total minimum lease payments 2011 S$'000	Present value of payments 2011 S$'000	Total minimum lease payments 2010 S$'000	Present value of payments 2010 S$'000
Not later than one year	36	34	22	20
Later than one year but not later than five years	28	27	35	33
Total minimum lease payments	64	61	57	53
Less: Amount representing finance charges	(3)	–	(4)	–
Present value of minimum lease payments	61	61	53	53

30. TERM LOANS

	Group 2011 S$'000	Group 2010 S$'000
Term loans – S$ (current)	2,425	2,425
Term loans – S$ (non-current)	2,798	5,223
	5,223	7,648

The effective interest rate for the term loans is 5% (2010: 5%) per annum during the financial year.

The loans are repayable over 48 monthly instalments and fully repayable in 2014. The loans are guaranteed by the Company.

31. LOAN FROM OTHER PARTY

The loan from other party is unsecured, non-interest bearing and has no repayment terms. During the year, the loan was reassigned to a subsidiary of the Group.

32. DEFERRED TAX

Deferred income tax as at 31 December relates to the following:

	Consolidated balance sheet		Consolidated income statement	
	2011 S$'000	2010 S$'000	2011 S$'000	2010 S$'000
Deferred tax liabilities:				
Differences in timing of cost pool recovery	(386)	–	–	–
Differences in depreciation	(2,749)	(2,111)	957	70
	(3,135)	(2,111)		
Deferred tax assets:				
Difference in timing of rental income recognition	176	179	–	28
			957	98

As at the end of the reporting period, the Group has unutilised tax losses and unabsorbed capital allowances of approximately S$ 1,817,000 (2010: S$1,200,000) and S$ Nil (2010: S$171,000) respectively that are available for offset against future taxable profits of the companies in which the losses and capital allowances arose for which no deferred tax asset is recognised due to uncertainty of its recoverability. The use of these tax losses and capital allowances is subject to the agreement of the tax authority and compliance with certain provisions of the tax legislation of the countries in which the companies operate.

33. SHARE CAPITAL AND TREASURY SHARES

(a) *Share capital*

	Group and Company			
	2011		2010	
	No. of shares '000	S$'000	No. of shares '000	S$'000
Issued and fully paid				
At 1 January	202,878	42,677	149,379	16,381
New share issuance	43,606	23,547	31,200	16,380
Reissuance of treasury shares	(3,800)	(2,052)	(2,729)	(1,433)
New share issuance for acquisition of subsidiary	–	–	24,027	11,195
Adjustment to prior year share award	–	(314)	–	–
New share issuance for share awards	1,640	671	1,001	713
Share issuance expense	–	(725)	–	(559)
At 31 December	244,324	63,804	202,878	42,677

The holders of ordinary shares are entitled to receive dividends as and when declared by the Company. All ordinary shares carry one vote per share without restrictions.

The ordinary shares have no par value.

(b) *Treasury shares*

	Group and Company			
	2011		2010	
	No. of shares '000	S$'000	No. of shares '000	S$'000
Issued and fully paid				
At 1 January	3,800	(482)	6,529	(829)
Acquired during the financial year	4,619	(2,384)	–	–
Reissuance during the financial year	(3,800)	482	(2,729)	347
At 31 December	4,619	(2,384)	3,800	(482)

Treasury shares relate to ordinary shares of the Company that is held by the Company.

The Company reissued 3,800,000 (2010: 2,729,000) shares during the financial year and had also acquired 4,619,000 (2010:Nil) shares through purchases on the Singapore Exchange Securities Trading Limited.

34. OTHER RESERVES AND SHARE BASED PAYMENT RESERVES

(a) *Share based payment reserve*

Share based payment reserve represents the equity settled share options and awards granted to employees and directors (Note 6). The reserve is made up of the cumulative value of services received from employees and directors recorded over the vesting period commencing from the grant date of equity settled share options and awards. It is reduced by the expiry or exercise of the share options and upon share issue for the share awards.

(b) *Foreign currency translation reserve*

The foreign currency translation reserve records exchange differences arising from the translation of the financial statements of foreign operations whose functional currencies are different from that of the Group's presentation currency.

35. RELATED PARTY TRANSACTIONS

(a) *Compensation of key management personnel*

	Group	
	2011 S$'000	**2010 S$'000**
Directors' fees	405	405
Directors' remuneration	1,482	1,054
Share based payment	997	1,989
	2,884	3,448
Key management personnel's remuneration*	2,412	1,511
Central Provident Fund contributions	39	46
Share based payment	414	383
	2,865	1,940
	5,749	5,388

* Included in key management personnel's remuneration is two close family members of two directors for the financial year ended 31 December 2011.

<u>Directors' interests in share based payment scheme</u>

During the financial year, 1,519,000 (2010: 1,505,000), 1,744,000 (2010: 1,560,000) and 2,533,500 (2010: Nil) share options, share awards and bonus awards were granted to the Company directors under the RGSOS and RGPSP respectively (Note 6). The share options are issued at an exercise price of $0.39 (2010: S$0.38) each, except 229,000 share options which were issued at an exercise price of S$0.38 each.

At the end of the reporting period, the total number of outstanding share options, share awards and bonus shares granted by the Company to the directors under the RGSOS and RGPSP amount to 2,358,000, 3,082,000 and 2,533,500 (2010: 3,520,000, 2,676,000 and Nil) respectively.

35. RELATED PARTY TRANSACTIONS (CONT'D)

(b) *Sales and purchase of goods and services*

In addition to the related party information disclosed elsewhere in the financial statements, the following transactions between the Group and related parties took place at terms agreed between the parties during the financial year:

	Group	
	2011 S$'000	2010 S$'000
Legal and secretarial fees paid to a firm related to a director	243	1,081

(c) *Acquisition of a subsidiary*

Pursuant to a restructuring exercise, a subsidiary of the Company, Ramba Energy Lemang Limited, obtained 80.4% interest in PT Hexindo from an entity in which one of the close family member of a director holds a president director position in the entity. Please refer to Note 14 for details of the acquisition of the subsidiary.

(d) *Due from related party/ Cash calls due from related party*

As at 31 December 2011, the Group has an amount due from a related party, which is the non-controlling interest of PT Hexindo. A close family member of a director has a shareholding interest and a directorship in the non-controlling interest. The amount due from the related party is disclosed in Note 21 of the financial statements.

36. SEGMENT INFORMATION

For management purposes, the Group is organized into business units based on their products and services, and has four reportable segments as follows:

I. The oil and gas segment.

II. The logistics segment comprises transportation management and air cargo terminal handling services.

III. The rental segment relates to the property rental business.

IV. The corporate segment relates to group level corporate services and treasury function.

Except as indicated above, no operating segments have been aggregated to form the above reportable operating segments.

Management monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on operating profit or loss which in certain respects, as explained in the table below, is measured differently from operating profit or loss in the consolidated financial statements. Group financing (including finance costs) and income taxes are managed on a group basis and are not allocated to operating segments.

Transfer prices between operating segments are on an arm's length basis in a manner similar to transactions with third parties.

36. SEGMENT INFORMATION (CONT'D)

2011	Oil and gas S$'000	Logistics S$'000	Rental S$'000	Corp S$'000	Adjustments/ eliminations S$'000	Total S$'000	Note
Revenue:							
Sales to external customers	8,378	53,114	3,023	–	–	64,515	
Other income	2	3,492	77	48	(135)	3,484	
Inter-segment sales	–	231	218	–	(449)	–	A
Total revenue	8,380	56,837	3,318	48	(584)	67,999	
Segment (loss)/profit	(2,143)	2,920	22	(9,400)	–	(8,601)	
Finance cost	–	–	–	–	–	(489)	
Share of results of associates and a joint venture	(34)	–	–	–	–	(34)	
Loss before tax						(9,124)	
Taxation						(1,382)	
Net loss for the year						(10,506)	
Interest income	–	20	–	12	–	32	
Depreciation and amortisation expenses	1,094	1,749	111	50	–	3,004	
Share of results of associates and a joint venture	(34)	–	–	–	–	(34)	
Other non-cash expenses	2,598	658	–	1,988	–	5,244	B
Assets							
Investment in associates	–	–	–	66	–	66	
Additions to non-current assets	9,483	1,103	145	63	–	10,794	
Segment assets	52,140	24,936	2,027	8,473	2,156	89,732	C
Segment liabilities	7,973	16,527	2,522	477	3,399	30,898	D

36. SEGMENT INFORMATION (CONT'D)

2010	Oil and gas S$'000	Logistics S$'000	Rental S$'000	Corp S$'000	Adjustments/ eliminations S$'000	Total S$'000	Note
Revenue:							
Sales to external customers	3,995	39,733	3,364	–	–	47,092	
Other income	1,219	3,288	79	31	–	4,617	
Inter-segment sales	–	–	264	–	(264)	–	A
Total revenue	5,214	43,021	3,707	31	(264)	51,709	
Segment profit/(loss)	4,955	1,221	174	(7,302)	(10)	(962)	
Finance cost	–	–	–	–	–	(428)	
Share of results of associates and a joint venture	1,006	17	–	–	–	1,023	
Loss before tax						(367)	
Taxation						(729)	
Net loss for the year						(1,096)	
Interest income	–	13	–	32	–	45	
Depreciation and amortisation expenses	1,182	1,451	156	44	–	2,833	
Other non-cash expenses	–	1,101	–	1,330	–	2,431	B
Credit goodwill arising from acquisition of subsidiaries	(4,855)	–	–	–	–	(4,855)	
Assets							
Investment in associates	1,271	–	–	190	–	1,461	
Additions to non-current assets	2,669	5,889	–	171	–	8,729	
Segment assets	43,913	24,006	1,106	3,547	1,166	73,738	C
Segment liabilities	2,547	16,262	1,636	1,132	2,447	24,024	D

36. SEGMENT INFORMATION (CONT'D)

Notes *Nature of adjustments and eliminations to arrive at amounts reported in the consolidated financial statements.*

A Inter-segment revenues are eliminated on consolidation.

B Other non-cash expenses consist of share based payment, impairment of investment in associate, allowance for doubtful receivables, provision for doubtful cash calls from joint venture partner and property, plant and equipment written-off.

C The following items are added to segment assets to arrive at total assets reported in the consolidated balance sheet:

	2011 S$'000	2010 S$'000
Deferred tax assets	176	179
Goodwill	1,800	807
Customer relationship	180	180
	2,156	1,166

D The following items are added to segment liabilities to arrive at total liabilities reported in the consolidated balance sheet:

	2011 S$'000	2010 S$'000
Deferred tax liabilities	3,135	2,111
Income tax payable	264	336
	3,399	2,447

Geographical information

Revenue and non-current assets information based on geographical location of customer and assets respectively are as follow:

	Geographical		
	Singapore S$'000	Indonesia S$'000	Total S$'000
2011			
Revenue	47,174	20,825	67,999
Segment assets			
Non-current assets	10,233	37,971	48,204
2010			
Revenue	45,762	5,947	51,709
Segment assets			
Non-current assets	11,084	31,361	42,445

36. SEGMENT INFORMATION (CONT'D)

Non-current assets information presented above consists of oil and gas properties, property plant and equipment, intangible assets and other assets as presented in the consolidated balance sheet.

Information about major customers

Revenue from 5 major customers amount to S$39,636,000 (2010: 4 customers – S$27,600,000) arising from sales of the logistics segment.

Revenue from 1 major customer amount to S$8,263,000 (2010: S$4,000,000) arising from sales of the oil and gas segment.

37. COMMITMENTS

(a) *Capital commitments*

Capital expenditure contracted for as at the end of the reporting period but not recognised in the financial statement are as follows:

	Group	
	2011 S$'000	**2010 S$'000**
Capital commitments in respect of property, plant and equipment	5,961	–
Capital commitments in respect of oil and gas exploration	50,361	–
	56,322	–

The capital commitments in respect of oil and gas exploration relates to commited work programmes for the Group's oil and gas properties. These work commitments are expected to be carried out over the next 3 to 6 years.

(b) *Operating leases commitments - as lessee*

The Group has entered into commercial leases for properties and transport equipment. These leases have remaining uncancellable lease terms of between 1 to 7 years with renewal options negotiable before the lease expires and escalation clauses in the contracts. There were no restrictions placed upon the Group by entering into these leases. Future minimum lease payments payable under non-cancellable operating leases are as follows:

	Group	
	2011 S$'000	**2010 S$'000**
Not later than one year	6,533	6,684
Later than one year but not later than five years	11,893	14,025
Later than five years	3,489	3,488
	21,915	24,197

37. COMMITMENTS (CONT'D)

(c) *Operating lease commitments - as lessor*

The Group has entered into commercial property leases on its leased property. These non-cancellable leases have remaining lease terms of between one and five years.

Future minimum rentals receivable under non-cancellable operating leases at the end of the reporting period are as follows:

	Group	
	2011	**2010**
	S$'000	**S$'000**
Not later than one year	2,960	2,432
Later than one year but not later than five years	6,441	1,833
	9,401	4,265

38. CONTINGENCIES

Contingent liabilities

(a) *Legal claim*

(i) On 14 October 2011, RBC Properties Pte Ltd, a wholly-owned subsidiary of the Company, received a writ of summons by Defu Furniture Pte Ltd (the "Plaintiff").

In the writ, the Plaintiff claimed a total sum S$1.3 million (excluding damages, costs and interest) in respect of the recission of the Letter of Offer relating to a Lease for 5 years for certain premises at the RichLand Business Centre.

A trial date has not yet been set and therefore it is not practicable to state the timing of any payment. The Company has been advised by its legal counsel that it is possible, but not probable, that the Plaintiff action will succeed and accordingly no provision for any liability has been made in the financial statements.

(ii) Subsequent to year end, the Group received two letters of demand from a third party. The Directors of the Company believe that the letters of demand are without merit and no provision has been made in the accounts with regards to the letters of demand.

(b) *Guarantees*

The Group has provided the following guarantees at the end of the reporting period.

(i) it has guarantee to Pertamina of S$3.7 million for its obligation as a Contractor on a seismic acquisition and drilling commitment.

(ii) it has guarantee to the landlord of RichLand Business Centre on the rental obligation taken by a subsidiary for amount of S$2.3 million.

38. CONTINGENCIES (CONT'D)

(c) *Oil and gas operations*

The Group's oil and gas operations in Indonesia are subject to Indonesian laws and regulations governing the discharge of materials into the environment or otherwise relating to environment protection. These laws and regulations may require the acquisition of a permit before drilling commences, which may restrict the types, quantities and concentration of various substances that can be released into the environment in connection with drilling and production activities, limit or prohibit drilling activities on certain lands lying within wilderness, wetlands and other protected areas, and require remedial measures to prevent pollution resulting from the Group's operations. The Government has imposed environmental regulations on oil and gas companies operating in Indonesia and in Indonesian waters. Operators are prohibited from allowing oil into the environment and must ensure that the area surrounding any onshore well is restored to its original state insofar as this is possible after the Operator has ceased to operate on the site.

Management believes that the Group and the Operator of the block are in compliance with current applicable enviromental laws and regulations.

(d) *Transfer of Partner's working interest in an oil and gas block*

At 24 August 2011, a Partner's working interest in an oil and gas block was transferred to a new Partner under the Joint Operating Agreement ("JOA"). Depsite having approval from the relevant government authority, Badan Pelaksana Kegiatan Usaha Hulu Minyak Dan Gas Bumi ("BPMIGAS") of the Republic of Indonesia, as at year-end, the formal assignment of interest has not been obtained, giving rise to uncertainty with regards to the Group's obligation. As such, the Group relied upon the indemnity provided by the new Partner and the legal opinion from an external Legal Counsel that the risks of the Group being obligated to the former Partner were minimal. Subsequent to year-end, the Group has obtained a copy of the formal assignment agreement in accordance with the JOA.

39. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group's principal financial instruments, comprise bank loans, finance leases, cash and short-term deposits. The main purpose of these financial instruments is to raise funds for the Group's operations. The Group has various other financial assets and liabilities such as trade receivables and trade payables, which arise directly from its operations.

(a) *Interest rate risk*

Interest rate risk is the risk that the fair value or future cash flows of the Group's and the Company's financial instruments will fluctuate because of changes in market interest rates. The Group's and the Company's exposure to interest rate risk arises primarily from surplus funds placed with financial institutions.

Sensitivity analysis is not performed as impact of interest rate fluctuations is not material to the Group.

(b) *Foreign currency risk*

The Group has transactional currency exposures arising from sales or purchases that are denominated in a currency other than the respective functional currencies of the Group entities, primarily SGD, USD and IDR. Approximately 85% (2010: 98%) of the Group's sales are denominated in the respective group entities' functional currency and therefore, the Group's foreign currency exposures are insignificant.

In addition to transactional exposure, the Group is also exposed to foreign exchange movement in its investments in foreign subsidiaries. The Group does not hedge its currency exposure arising from investment in foreign subsidiaries as they are considered to be long term.

39. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONT'D)

(c) *Credit risk*

Credit risk is the risk of loss that may arise on outstanding financial instruments should a counterparty default on its obligations. The Group's and the Company's exposure to credit risk arises primarily from trade and other receivables. For other financial assets (including cash and short-term deposits), the Group and the Company minimise credit risk by dealing exclusively with high credit rating counterparties.

The Group's objective is to seek continual revenue growth while minimising losses incurred due to increased credit risk exposure. 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. As a result the Group's exposure to bad debts is not significant.

Exposure to credit risk

At the end of the reporting period, the Group's and the Company's maximum exposure to credit risk is represented by the carrying amount of each class of financial assets recognised in the balance sheet.

Credit risk concentration profile

The Group determines concentrations of credit risk by monitoring the country profile of its trade receivables on an on-going basis. The credit risk concentration profile of the Group's trade receivables at the end of the reporting period is as follows:

	Group			
	2011		2010	
	S$'000	% of total	S$'000	% of total
By country:				
Singapore	10,495	80.4	7,989	74.7
Indonesia	2,194	16.8	2,131	19.9
Others	360	2.8	573	5.4
	13,049	100.0	10,693	100.0

At the end of the reporting period, approximately 53% (2010: 51%) and 15% (2010:16%) of the Group trade receivables were due from 5 (2010: 4) and 1 (2010: 1) major customers who are located in Singapore and Indonesia respectively.

Financial assets that are neither past due nor impaired,

Trade and other receivables that are neither past due nor impaired are creditworthy debtors with good payment record with the Group. Cash and short-term deposits, are neither past due nor impaired and are placed with or entered into with reputable financial institutions or companies with high credit ratings and no history of default.

Financial assets that are either past due or impaired,

Information regarding financial assets that are either past due or impaired is disclosed in Notes 20 and 21 (trade receivables and other receivables).

39. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONT'D)

(d) *Liquidity risk*

Liquidity risk is the risk that the Group or the Company will encounter difficulty in meeting financial obligations due to shortage of funds. The Group's and the Company's exposure to liquidity risk arises primarily from mismatches of the maturities of financial assets and liabilities. The Group's and the Company's objective is to maintain a balance between continuity of funding and flexibility through the use of stand-by credit facilities.

The Group's long term liquidity risk management policy is that not more than 50% (2010: 50%) of loans and borrowings (including overdrafts) should mature in the next one year period, and that to maintain sufficient liquid financial assets and stand-by credit facilities with banks. At the end of the reporting period, approximately 46% (2010: 32%) of the Group's loans and borrowings (Note 30) will mature in less than one year based on the carrying amount reflected in the financial statements.

Analysis of financial instruments by remaining contractual maturities

The table below summarises the maturity profile of the Group's and the Company's financial assets and liabilities at the end of the reporting period based on contractual undiscounted repayment obligations.

	2011			2010		
		S$'000			S$'000	
	1 year or less	1 to 5 years	Total	1 year or less	1 to 5 years	Total
Group						
Financial assets:						
Trade and other receivables	24,584	–	24,584	18,093	–	18,093
Available-for-sale asset	2,236	–	2,236	3,633	1,321	4,954
Cash and short-term deposits	15,307	–	15,307	10,520	–	10,520
Total undiscounted financial assets	42,127	–	42,127	32,246	1,321	33,567
Financial liabilities:						
Trade and other payables	18,876	–	18,876	10,217	–	10,217
Finance lease liabilities	1,313	1,446	2,759	1,317	2,059	3,376
Term loans	2,628	2,890	5,518	2,752	5,525	8,277
Deferred consideration	33	–	33	–	–	–
Loan from other party	–	–	–	–	99	99
Total undiscounted financial liabilities	22,850	4,336	27,186	14,286	7,683	21,969
Total net undiscounted financial assets/(liabilities)	19,277	(4,336)	14,941	17,960	(6,362)	11,598

39. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONT'D)

(d) *Liquidity risk (cont'd)*

	2011 S$'000 1 year or less	2011 S$'000 1 to 5 years	2011 S$'000 Total	2010 S$'000 1 year or less	2010 S$'000 1 to 5 years	2010 S$'000 Total
Company						
Financial assets:						
Available-for-sale assets	–	–	–	–	1,321	1,321
Other receivables	19,877	–	19,877	6,411	–	6,411
Loans to subsidiaries	–	27,415	27,415	–	16,389	16,389
Cash and short-term deposits	5,041	–	5,041	2,616	–	2,616
Total undiscounted financial assets	24,918	27,415	52,333	9,027	17,710	26,737
Financial liabilities:						
Trade and other payables	6,739	–	6,739	4,612	–	4,612
Deferred consideration	33	–	33	–	–	–
Finance lease liabilities	36	28	64	22	35	57
Total undiscounted financial liabilities	6,808	28	6,836	4,634	35	4,669
Total net undiscounted financial assets	18,110	27,387	45,497	4,393	17,675	22,068

(e) *Operating hazards and uninsured risks*

The Group's oil and gas operations are subject to hazards and risks inherent in drilling for and production and transportation of natural gas and oil, such as fires, natural disasters, explosions, encountering formations with abnormal pressures, blowouts, cratering, pipeline ruptures and spills, which can result in the loss of hydrocarbons, environmental pollution, personal injury claims and other damage to properties of the Group. Additionally, certain of the Group's oil and natural gas operations are located in areas that are subject to tropical weather disturbances, some of which can be severe enough to cause substantial damage to facilities and possibly interrupt production. As protection against operating hazards, the Group maintains insurance coverage for its oil and gas exploration and production activities includes, but is not limited to, loss of wells, blowouts and certain costs of pollution control, physcial damage to certain assets, employer's liability, comprehensive general liability, and automobile and worker's compensation insurance.

40. CAPITAL MANAGEMENT

The primary objective of the Group's capital management is to ensure that it maintains healthy capital ratios in order to support its business and maximise shareholder value.

The Group manages its capital structure and makes adjustments to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. No changes were made in the objectives, policies or processes during the years ended 31 December 2011 and 31 December 2010.

The Group monitors capital using a gearing ratio, which is total borrowings divided by total equity and borrowings. The Group's policy is to keep gearing ratio beneficial to the Group. The Group's total borrowing includes loans and borrowings, finance lease liabilities and loan from other party.

	Group	
	2011	**2010**
	S$'000	**S$'000**
Loans and borrowings (Note 30)	5,223	7,648
Finance lease liabilities (Note 29)	2,533	3,071
Loan from other party (Note 31)	–	99
Total borrowing	7,756	10,818
Equity	58,834	49,714
Gearing ratio	12%	18%

41. FAIR VALUE OF FINANCIAL INSTRUMENTS

A. *Fair value of financial instruments by classes that are carried at fair value*

Determination of fair value

Available-for-sale-assets (Note 22): The fair value for investment in PT Sugih is determined on a willing buyer and willing seller basis with PT Sinarmas Sekuritas.

There has been no transfer from Level 1 and Level 2 to Level 3 during the financial year ended 31 December 2011.

B. *Fair value of financial instruments by classes that are not carried at fair value and whose carrying amounts are reasonable approximation of fair value*

Cash and bank balances, fixed deposits, other current financial assets and liabilities

The carrying amounts of these financial assets and liabilities are reasonable approximation of fair values, either due to their short-term nature or that they are floating rate instruments that are re-priced to market interest rates on or near the end of the reporting period.

41. FAIR VALUE OF FINANCIAL INSTRUMENTS (CONT'D)

C. *Fair value of financial instruments by classes that are not carried at fair value and whose carrying amounts are not reasonable approximation of fair value*

The fair value of financial assets and liabilities by classes that are not carried at fair value and whose carrying amounts are not reasonable approximation of fair value are as follows:

	Group			
	2011		2010	
	Carrying amount S$'000	Fair value S$'000	Carrying amount S$'000	Fair value S$'000
Financial liabilities				
Term loans	5,223	5,080	7,648	7,479
Finance lease liabilities	2,533	2,440	3,071	3,098

The fair value of the above financial liabilities has been determined using discounted cash flows. The discount rates used are the current market incremental lending rates for similar types of lending, borrowing and leasing agreements.

Loan to subsidiaries (Note 17) and loan from other party (non-current, non-trade) (Note 31)

These loans are unsecured and non-interest bearing. They have no fixed repayment terms and are repayable only when their cash flow permits. Accordingly, fair value is not determinable as the timing of the future cash flows arising from the loans cannot be estimated reliably.

Available-for-sale asset (Note 22)

Fair value information has not been disclosed for the Company's investment in TGRL for the financial year ended 31 December 2010 as it cannot be measured reliably given that the ordinary shares are not quoted on any market and does not have any comparable industry peer that is listed.

42. DIVIDENDS

	Group and Company	
	2011 S$'000	2010 S$'000
Declared and paid during the financial year:		
Final tax exempt dividend paid in respect of the previous financial year of Nil cents (2010: 0.1 cents) per share	–	198

No final tax exempt dividend was proposed in respect of the financial year ended 31 December 2011 (2010: S$Nil).

43. COMPARATIVE FIGURES

Certain comparative figures have been reclassified to conform with the current year's presentation.

	2010	
	As restated S$'000	**As previously reported S$'000**
Group		
Balance sheet		
Non-current assets		
Leased assets	34	–
Current assets		
Leased assets	25	59
Current liabilities		
Other payables	3,922	4,122
Provisions	64	–
Non-current liabilities		
Provisions	136	–
Company		
Balance sheet		
Non-current assets		
Investment in subsidiary	11,423	27,720
Loan to subsidiary	16,389	92

44. AUTHORISATION OF FINANCIAL STATEMENTS FOR ISSUE

The financial statements for the financial year ended 31 December 2011 were authorised for issue in accordance with a resolution of Directors on 4 April 2012.

As at 16 March 2012

Issued and Fully Paid-Up Capital: S$61,289,093.60

Class of Shares: Ordinary share

Voting Rights: One vote per share*
* excludes non-voting treasury shares

DISTRIBUTION OF SHAREHOLDINGS

SIZE OF SHAREHOLDINGS	NO. OF SHAREHOLDERS	%	NO. OF SHARES	%
1 - 999	6	0.29	2,194	0.00
1,000 - 10,000	905	43.91	6,042,490	2.52
10,001 - 1,000,000	1,128	54.73	68,375,000	28.52
1,000,001 AND ABOVE	22	1.07	165,333,328	68.96
TOTAL	**2,061**	**100.00**	**239,753,012**	**100.00**

SUBSTANTIAL SHAREHOLDERS

	Direct Interest	%	Deemed Interest	%	Total Interest	%
Edward Seky Soeryadjaya[(2)]	-	-	77,051,000	32.14	77,051,000	32.14
Mohammed Soetrisno Bachir[(2)]	-	-	77,051,000	32.14	77,051,000	32.14
Precious Treasure Global Inc.[(2)]	-	-	77,051,000	32.14	77,051,000	32.14
Tan Fuh Gih[(3)]	-	-	15,000,000	6.26	15,000,000	6.26
Tan Kim Seng[(3)]	-	-	15,000,000	6.26	15,000,000	6.26
Redmount Holdings Limited[(1)]	123,000	0.05	76,928,000	32.09	77,051,000	32.14
Summit Gain Consultants Limited	15,000,000	6.26	-	-	15,000,000	6.26
Luciano Group Limited	23,893,000	9.97	-	-	23,893,000	9.97
Chimsy Holdings Limited	22,375,000	9.33	-	-	22,375,000	9.33
Glenville Group Limited	14,750,000	6.15	-	-	14,750,000	6.15

NOTES:

(1) Redmount Holdings Limited (“Redmount”) holds 100% of the total issued share capital of York Hill Group Limited, Luciano Group Limited, Chimsy Holdings Limited, Glenville Group Limited and Benegain Holdings Limited (collectively “Subsidiaries”). Pursuant to Section 7(4) of the Companies Act (Chapter 50) (the “Act”), Redmount is deemed interested in the shares held by its Subsidiaries. York Hill Group Limited and Benegain Holdings Limited hold 11,410,000 shares and 4,500,000 shares respectively in the Company.

(2) Both Mr Mohammad Soetrisno Bachir and Mr Edward Seky Soeryadjaya control in equal proportion of shareholdings in the capital of Precious Treasure Global Inc. (“Precious”). Precious controls 100% of the total issued share capital of Redmount. Pursuant to Section 7(4) of the Act, Mr Mohammad Soetrisno Bachir and Mr Edward Seky Soeryadjaya are deemed interested in the shares held by Redmount and its Subsidiaries.

(3) Summit Gain Consultants Limited is owned by Mr Tan Kim Seng and Mr Tan Fuh Gih in equal proportion.

PERCENTAGE OF SHAREHOLDING IN PUBLIC'S HANDS

Approximately 60.63% of the Company's shares are held in the hands of the public (on the basis of information available to the Company). Accordingly the Company has complied with Rule 723 of the Listing Manual of the SGX-ST.

TREASURY SHARES

The total number of treasury shares held as at 16 March 2012 is 4,571,000 shares, approximately 1.91% of the total number of issued shares (excluding treasury shares).

TWENTY LARGEST SHAREHOLDERS

NO.	NAME	NO. OF SHARES	%
1	DMG & PARTNERS SECURITIES PTE LTD	66,961,000	27.93
2	DBS NOMINEES PTE LTD	15,159,000	6.32
3	SUMMIT GAIN CONSULTANTS LIMITED	15,000,000	6.26
4	HSBC (SINGAPORE) NOMINEES PTE LTD	12,449,000	5.19
5	CITIBANK NOMINEES SINGAPORE PTE LTD	12,301,700	5.13
6	COTTEW TIMOTHY STEPHEN CHARLES	7,300,000	3.04
7	UOB KAY HIAN PTE LTD	6,716,000	2.80
8	RAFFLES NOMINEES (PTE) LTD	5,306,000	2.21
9	OCBC SECURITIES PRIVATE LTD	2,980,008	1.24
10	DB NOMINEES (SINGAPORE) PTE LTD	2,918,300	1.22
11	DBS VICKERS SECURITIES (SINGAPORE) PTE LTD	2,585,000	1.08
12	BANK OF SINGAPORE NOMINEES PTE LTD	2,277,000	0.95
13	SUBIR BANERJEE	1,724,000	0.72
14	UNITED OVERSEAS BANK NOMINEES (PTE) LTD	1,610,980	0.67
15	DBSN SERVICES PTE LTD	1,550,000	0.65
16	PHILLIP SECURITIES PTE LTD	1,485,090	0.62
17	CHAI CHEE KENG	1,480,000	0.62
18	CHIA ENG KOON	1,250,000	0.52
19	MAYBANK KIM ENG SECURITIES PTE LTD	1,135,250	0.47
20	TAM SIEW FOONG	1,096,000	0.46
TOTAL		**163,284,328**	**68.10**

NOTICE IS HEREBY GIVEN that the Annual General Meeting of Ramba Energy Limited (the "Company") will be held at 11 Bedok North Avenue 4, Richland Business Centre, #05-01 Singapore 489949 on Monday, 30 April 2012 at 2.00 p.m. for the following purposes:

AS ORDINARY BUSINESS

1. To receive and adopt the Directors' Report and the Audited Accounts of the Company and the Group for the year ended 31 December 2011 together with the Auditors' Report thereon. **(Resolution 1)**

2. To re-elect the following Directors of the Company retiring pursuant to Article 107 of the Articles of Association of the Company:

   (i) Mr Daniel Zier Johannes Jol **(Resolution 2)**
   (ii) Mr Bambang Nugroho **(Resolution 3)**
   (iii) Mr Chee Teck Kwong Patrick **(Resolution 4)**

   [See Explanatory Note (i)]

3. To approve the payment of Directors' fees of S$411,250 for the year ending 31 December 2012 to be paid quarterly in arrears. (2011: S$405,000). **(Resolution 5)**

4. To re-appoint Ernst & Young LLP as the Auditors of the Company and to authorise the Directors of the Company to fix their remuneration. **(Resolution 6)**

5. To transact any other ordinary business which may properly be transacted at an 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 ("Companies Act") 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

   (b) (notwithstanding the authority conferred by this Resolution may have ceased to be in force) issue shares in pursuance of 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 pursuance of the Instruments, made or granted pursuant to this Resolution) and Instruments to be issued pursuant to this Resolution shall not exceed 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 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 percentage of issued shares and Instruments shall be based on the 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 and 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.

[See Explanatory Note (ii)] **(Resolution 7)**

7. **Authority to issue shares under the Ramba Group Share Option Scheme**

That pursuant to Section 161 of the Companies Act, the Directors of the Company be authorised and empowered to offer and grant options ("Options") under the Ramba Group Share Option Scheme ("RGSOS") and to allot and 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 options granted by the Company under the RGSOS, 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 RGSOS shall not exceed 15% of the total number of issued shares (excluding treasury shares) in the capital of the Company, but subject to the aggregate number of shares available under all schemes including share award/share plans (as defined in Resolution 9 must not exceed 15% of the total number of issued shares (excluding treasury shares) 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.

[See Explanatory Note (iii)] **(Resolution 8)**

8. **Authority to issue shares under the Ramba Group Performance Share Plan**

That pursuant to Section 161 of the Companies Act, the Directors of the Company be authorised and empowered to offer and grant awards ("Awards") in accordance with the provision of Ramba Group Performance Share Plan ("RGPSP") and to issue and/or deliver from time to time such number of shares in the capital of the Company (excluding treasury shares) as may be required to be issued and/or delivered pursuant to the RGPSP shall not exceed 15% of the total number of issued shares (excluding treasury shares) in the capital of the Company, but subject to the aggregate number of shares available under all schemes including share award/share plans must not exceed 15% of the total number of issued shares (excluding treasury shares) 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.

[See Explanatory Note (iv)] **(Resolution 9)**

9. **Proposed Offer and Grant to Aditya Wisnuwardana Seky Soeryadjaya of Options and Awards**

That the offer to Mr Aditya Wisnuwardana Seky Soeryadjaya ("Mr Soeryadjaya"), Chief Executive Officer and Executive Director of the Company, and an Associate of the Controlling Shareholder of the Company, of Options and Awards in accordance with the RGSOS and the RGPSP on the following terms:

(a)	Date of grant of Options and Awards	:	3 October 2011
(b)	Exercise price for Options granted	:	S$0.390 per share
(c)	Number of Options granted	:	619,000
(d)	Number of Awards granted	:	(1) 390,000 shares (2) 1,085,500 bonus awards
(e)	Validity period (for Options)	:	5 years with 3 years vesting from date of grant
(f)	Validity period (for Awards)	:	(1) Release of share awards over three years from the date of grant in equal one-third proportion of the total share awards granted. (2) Release of bonus awards as follows: - 10% after 1st Anniversary of the Date of Grant - 15% after 2nd Anniversary of the Date of Grant - 20% after 3rd Anniversary of the Date of Grant - 25% after 4th Anniversary of the Date of Grant - 30% after 5th Anniversary of the Date of Grant

(g)	Date of release (for Awards)	:	(1) Release of share awards as follows: Year 1 (one-third): (130,000) 3 October 2012 Year 2 (one-third): (130,000) 3 October 2013 Year 3 (one-third): (130,000) 3 October 2014 (2) Release of bonus awards as follows: - 10% after 1st Anniversary of the Date of Grant - 15% after 2nd Anniversary of the Date of Grant - 20% after 3rd Anniversary of the Date of Grant - 25% after 4th Anniversary of the Date of Grant - 30% after 5th Anniversary of the Date of Grant
(h)	Expiry date (for Options)	:	3 October 2016

be and is hereby approved.

[See Explanatory Note (v)] **(Resolution 10)**

10. **Renewal of Share Purchase Mandate**
(to be voted on by taking of a poll)

That for the purposes of Sections 76C and 76E of the Companies Act, the Directors of the Company be and are hereby authorised to make purchases or otherwise acquire issued shares in the capital of the Company from time to time (whether by way of market purchases or off-market purchases on an equal access scheme) of up to 10% of the total number of issued shares (excluding treasury shares) in the capital of the Company (as ascertained as at the date of Annual General Meeting of the Company) at the price of up to but not exceeding the Maximum Price as defined in Section 1.4.4 of the Company's Letter to shareholders dated 13 April 2012 (the "Letter"), in accordance with the terms set out in the Letter, and this mandate shall, unless revoked or varied by the Company in 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.

[See Explanatory Note (vi)] **(Resolution 11)**

By Order of the Board

Chew Kok Liang
Secretary
Singapore, 13 April 2012

Explanatory Notes:

(i) Mr Daniel Zier Johannes Jol and Mr Bambang Nugroho will, upon re-election as Directors of the Company, remain as Executive Directors.

Mr Chee Teck Kwong Patrick will, upon re-election as Director of the Company, remain as a Chairman of the Nominating Committee and Remuneration Committee and a member of the Audit Committee and he will be considered independent.

(ii) Resolution 7, if passed, will empower the Directors of the Company from the date of this Annual General Meeting until the date 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 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, 50% of the total number of issued shares (excluding treasury shares) in the capital of the Company, of which up to 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 8, if passed, will empower the Directors of the Company, from the date of this Annual General Meeting until 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 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 options granted or to be granted under the RGSOS up to a number not exceeding in total (for the entire duration of the RGSOS) 15% of the total number of issued shares (excluding treasury shares) in the capital of the Company from time to time, but subject to the aggregate number of shares available under all schemes including the Awards (as defined in Resolution 9) must not exceed 15% of the total number of issued shares (excluding treasury shares) from time to time.

(iv) Resolution 9 above, if passed, will empower the Directors of the Company, from the date of this Annual General Meeting until 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 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 awards under the RGSOS (as defined in Resolution 8) and RGPSP, and other share-based incentive schemes of the Company up to a number not exceeding in total (for the entire duration of the RGPSP) 15% of the total number of issued shares (excluding treasury shares) in the capital of the Company from time to time, but subject to the aggregate number of shares available under all schemes including share award/share plans must not exceed 15% of the total number of issued shares (excluding treasury shares) from time to time.

(v) The participation of and grant of options and awards to Mr Soeryadjaya under the RGSOS and RGPSP has been approved in principle by shareholders of the Company at the Extraordinary General Meeting held on 4 March 2011.

On 3 October 2011, the Board announced that the Company had granted Mr Soeryadjaya who is a Chief Executive Director and an Executive Director of the Company, options to subscribe 619,000 shares at the issue price of S$0.390 per share under the RGSOS ("Options") and share awards amounting to 390,000 shares and 1,085,500 bonus awards under the RGPSP ("Awards").

The proposed grant of Options and Awards may only be effected with the specific approval of independent Shareholders at a general meeting through an ordinary resolution.

Resolution 10 above, if passed, will empower the Directors to offer to Mr Soeryadjaya the Options and Awards.

Mr Soeryadjaya is the Chief Executive Officer and the Executive Director of the Company. He joined the Company on 30 June 2008. He is also the son of Mr Edward Seky Soeryadjaya, a substantial shareholder of the Company.

As the Chief Executive Officer, he is responsible for management of the organisation's overall strategy, and proactively targeting, assessing and executing its mergers and acquisitions opportunities. He supervises the Company's investment and fundraising efforts and oversees all audit functions and budget preparation.

Under Mr Soeryadjaya's stewardship, the Group's business has expanded steadily over the past 3 years. The continued contributions and participation of Mr Soeryadjaya in the general management and strategic expansion of the Group remain vital in ensuring the continued growth and expansion of the Group's business.

The Company recognises that Mr Soeryadjaya will continue to play an integral role in driving the strategic development and success of the Group. The Company therefore wishes to allow Mr Soeryadjaya to participate in the proposed grant of Options and Awards.

(vi) Resolution 11 above, if passed, will empower the Directors of the Company from the date of this Annual General Meeting until 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 the earlier, to repurchase ordinary shares of the Company by way of market purchases or off-market purchases of up to 10% of the total number of issued shares (excluding treasury shares) in the capital of the Company at the Maximum Price as defined in the Letter. The rationale for, the authority and limitation on, the sources of funds to be used for the purchase or acquisition including the amount of financing and the financial effects of the purchase or acquisition of ordinary shares by the Company pursuant to the Share Purchase Mandate on the audited consolidated financial accounts of the Group for the financial year ended 31 December 2011 are set out in greater detail in the Letter to Shareholders.

Notes:

1. A Member entitled to attend and vote at the Annual General Meeting (the "Meeting") is entitled to appoint not more than two proxies 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 29A Club Street, Singapore 069414 not less than forty-eight (48) hours before the time appointed for holding the Meeting.

DISCLOSURE ON REMUNERATION

(Continued from Principle 9 on page 31)

Directors	Salary (%)	Bonus (%)	Other Benefits (%)	Share Options (%) [3]	Share Awards (%) [4]	Directors' Fees (%)	Total (%)
S$500,000 to S$750,000							
Aditya Wisnuwardana Seky Soeryadjaya [2]	54.48%	5.36%	15.03%	0.00%	25.13%	0.00%	100%
Daniel Zier Johannes Jol	60.68%	5.06%	11.76%	0.00%	22.50%	0.00%	100%
Lanymarta Ganadjaja	58.26%	5.80%	18.17%	0.00%	17.77%	0.00%	100%
S$250,000 to S$500,000							
Bambang Nugroho	61.42%	10.22%	0.00%	0.00%	28.36%	0.00%	100%
Below S$250,000							
Tan Chong Huat [1]	0.00%	0.00%	13.20%	0.00%	17.85%	68.95%	100%
Chee Teck Kwong Patrick [1]	0.00%	0.00%	0.00%	0.00%	21.25%	78.75%	100%
Tay Ah Kong Bernard [1]	0.00%	0.00%	0.00%	0.00%	21.77%	78.23%	100%

Notes:
(1) Directors' Fees for FY2011 and approved by shareholders on 26 April 2011.
(2) Son of substantial shareholder, Mr Edward Seky Soeryadjaya.
(3) No Share Options were exercised during the financial year.
(4) Share Awards vested by the Company during the financial year.

RAMBA ENERGY LIMITED
[Company Registration No. 200301668R]
(Incorporated In the Republic of Singapore)

PROXY FORM

(Please see notes overleaf before completing this Form)

IMPORTANT:
1. For investors who have used their CPF monies to buy Ramba Energy 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.

I/We, ____

of ____

being a member/members of Ramba Energy 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 11 Bedok North Avenue 4, Richland Business Centre #05-01 Singapore 489949 on Monday, 30 April 2012 at 2.00 p.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**
1.	Directors' Report and Audited Accounts for the year ended 31 December 2011		
2.	Re-election of Mr Daniel Zier Johannes Jol as Director		
3.	Re-election of Mr Bambang Nugroho as Director		
4.	Re-election of Mr Chee Teck Kwong Patrick as Director		
5.	Approval of Directors' fees amounting to S$411,250 for the financial year ending 31 December 2012 to be paid quarterly in arrears.		
6.	Re-appointment of Ernst & Young LLP as Auditors		
7.	Authority to issue new shares pursuant to Section 161 of the Companies Act, Cap. 50 and Rule 806 of the Listing Manual		
8.	Authority to issue shares under the Ramba Group Share Option Scheme		
9.	Authority to issue shares under the Ramba Group Performance Share Plan		
10.	Proposed Offer and Grant to Aditya Wisnuwardana Seky Soeryadjaya of Options and Awards		
11.	Renewal of Share Purchase Mandate		

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

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 two proxies, 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. if no proportion is specified, the Company shall be entitled to treat the first named proxy as representing the entire number of shares entered against his name in the Depository Register and any second named proxy as an alternate to the first named proxy or at the Company's option to treat the instrument of proxy is valid.

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 29A Club Street Singapore 069414 not less than 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 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 name in the Depository Register as at 48 hours before the time appointed for holding the Meeting, as certified by The Central Depository (Pte) Limited to the Company.

Registered Office
29A Club Street
Singapore 069414
Tel : 62238022
Fax : 62233022
Web : www.ramba.com
Company Reg No 200301668R

Board Of Directors
Mr Tan Chong Huat
Non-Executive Chairman

Mr Aditya Wisnuwardana Seky Soeryadjaya
Chief Executive Officer & Executive Director

Mr Daniel Zier Johannes Jol
Commercial Director & Executive Director

Ms Lanymarta Ganadjaja
Executive Director

Mr Bambang Nugroho
Executive Director

Mr Chee Teck Kwong Patrick
Independent Director

Mr Tay Ah Kong Bernard
Independent Director

Audit Committee
Mr Tay Ah Kong Bernard
Chairman

Mr Tan Chong Huat

Mr Chee Teck Kwong Patrick

Nominating Committee
Mr Chee Teck Kwong Patrick
Chairman

Mr Tan Chong Huat

Mr Tay Ah Kong Bernard

Remuneration Committee
Mr Chee Teck Kwong Patrick
Chairman

Mr Tan Chong Huat

Mr Tay Ah Kong Bernard

Company Secretary
Mr Chew Kok Liang

Auditors & Reporting Accountant
Ernst & Young LLP
Public Accountants and Certified Public Accountants
One Raffles Quay
North Tower Level 18
Singapore 048583

Audit Partner In-Charge
Mr Vincent Toong Weng Sum
(Appointed since financial year ended 31 December 2011)

Share Registrar
Boardroom Corporate & Advisory Services Pte Ltd
50 Raffles Place,
Singapore Land Tower #32-01
Singapore 048623

Principal Banks & Financial Institutions
Oversea-Chinese Banking Corporation Limited

Standard Chartered Bank

Malayan Banking Berhad

Ramba Energy Limited

29A Club Street
Singapore 069414
Tel : 6223 8022
Fax : 6223 3022
Website : www.ramba.com

Company Reg No. 200301668R