

# VIETNAM INDUSTRIAL INVESTMENTS LIMITED

29 February 2008

Company Announcements Office Australian Stock Exchange Limited 10<sup>th</sup> Floor 20 Bond Street SYDNEY NSW 2000

**Dear Sirs** 

#### **APPENDIX 4E**

Please find attached Appendix 4E for the year ended 31 December 2007.

Yours faithfully VIETNAM INDUSTRIAL INVESTMENTS LIMITED

ALAN A. YOUNG

Managing Director

(Chief Operating Officer)

## PRELIMINARY FINAL REPORT FOR THE YEAR ENDED 31 DECEMBER 2007

(Corresponding year: 31 December 2006)

#### Results for announcement to the market

				\$'000
Revenues from ordinary activities	Up	41%	to	260,487
Profit from ordinary activities after tax attributable to members	Up	163%	to	1,401
Net Profit for the period attributable to members	Up	163%	to	1,401
Dividends (distributions)	Amount per security	Fı		amount per curity
Interim dividend	Nil			Nil
Previous corresponding period	Nil			Nil

Attached are the following:

- Commentaries for the net results for the year attributable to members
- Income Statement
- Balance Sheet
- Statement of Changes in Equity
- Cash Flow Statement

NTA Backing	Current Period	Previous Corresponding Period
Net tangible asset per ordinary security	6.68 cents per share	5.89 cents per share

#### **COMPLIANCE STATEMENT**

There had been no entities gained or lost control during the year.

The consolidated entity did not have any associates or joint venture entities during the year.

The applicable accounting standards used by the consolidated entity have been prepared in accordance with the Australian equivalents to International Financial Reporting Standards.

The Financial Report for the year ended 31 December 2007 is in the process of being audited.

ALAN A. YOUNG **Managing Director** 

(Chief Operating Officer)

#### PRELIMINARY FINAL REPORT FOR THE YEAR ENDED 31 DECEMBER 2007

#### **RESULTS OF OPERATIONS**

The consolidated profit after tax and minority interests for the year ended 31 December 2007 was A\$1.401 million (2006: profit A\$0.532 million).

The consolidated entity ceased to classify the disposal group as held for sale for the year ended 31 December 2007 on the basis that the Company's present intention is to retain its investment in Vinausteel Limited and SSESTEEL Limited.

As a result, the depreciation expense not recognised for the disposal group in 2006 of A\$1.388 million has been included in the current year's consolidated income statement. The Consolidated Income Statement for the year ended 31 December 2007 and the comparative year reflect the Group as a continuing operation.

#### **Corporate**

On 29 January 2008, the Company announced a Renounceable Rights Issue to existing shareholders on the basis of one (1) New Share for every two (2) Shares held at 5.00 pm (AWDST) on 6 February 2008, at a price of A\$0.15 per New Share to raise a maximum of approximately A\$7.749 million (before costs).

The Offer closed on 26 February 2008 and raised approximately A\$5.84 million (before costs). The funds from the Offer, after payment of the costs of the Offer, will be used by the Company to address the following activities:

- (a) repayment of loan provided to the Company, totalling approximately A\$1.6 million;
- (b) reduce SSESTEEL's short term debt and net deficiency of approximately A\$3 million; and
- (c) assist with funding the working capital requirements of approximately A\$1.2 million of the Company and its operating subsidiaries in Vietnam, to enable the Company and its subsidiaries to continue to expand their manufacturing capacity and capabilities.

On 15 January 2008, the Company announced that SSESTEEL has obtained an investment certificate to implement a billet plant in Haiphong, Vietnam, with an investment capital estimated at approximately VND893 billion (equivalent US\$56 million). SSESTEEL is considering various designs and equipment suppliers for the project. The Company is assessing its financing options and may seek a suitable strategic partner to participate in the project. A new company will be established to implement the billet plant which will be known as Australia Steel Billet Co. Ltd.

#### **Principal Activities**

The principal activities of the Company during the year were the investments in Vietnam through its operating subsidiaries, Austnam Joint Stock Corporation, SSESTEEL Ltd, Total Building Systems Ltd, Vinausteel Ltd, and VRC Weldmesh (Vietnam) Ltd.

#### **Results of Vietnam Operations**

The results of the Vietnam operations are as follows:

#### Austnam Joint Stock Corporation (VII 67%)

Austnam produces metal roofing and cladding from its factory in Hanoi which it distributes in that city and surrounding provinces. Austnam is one of a limited number of foreign invested enterprises which has been converted into a joint stock corporation.

#### PRELIMINARY FINAL REPORT FOR THE YEAR ENDED 31 DECEMBER 2007

#### Austnam Joint Stock Corporation (VII 67%) (cont.)

Sales for 2007 were 595,903m<sup>2</sup> which was 13% lower than the previous year (681,359m<sup>2</sup>). This represented sales revenue of VND68.6 billion (A\$5.0 million), an increase of 22% on 2006 (VND56.3 billion or A\$4.7 million). The increase in sales revenue was due to the increase in sales price. Austnam reported a net loss after tax of VND2.8 billion (A\$0.20 million), a decrease from the 2006 loss of VND7.7 billion (A\$0.63 million). Austnam's operating result continues to be adversely affected by the increasing competitiveness of the Vietnam metal roofing market. Austnam's management has initiated a diversification strategy to counter the issues faced by its core product. However, this has not yet been fully implemented.

#### SSESTEEL Ltd (VII 100%)

SSESTEEL owns and operates a fully automated rolling mill based in Haiphong, the first company in Vietnam to introduce this advanced technology. It produces high tensile rebar and wire rod for the construction industry.

The Company achieved 106,334 tonnes of rebar sales (2006: 100,133 tonnes) and wire rod sales of 46,568 tonnes (2006: 17,239 tonnes). This represented sales revenue of VND1.604 trillion (A\$117.9 million), up 70% on 2006 (VND943 billion or A\$77.9 million). SSESTEEL reported a net profit after tax of VND18.7 billion (A\$1.4 million) (2006: profit VND3.3 billion or A\$0.27 million). The SSESTEEL operation improved its operating performance in the second half of the year as a result of increased construction activity and rising finished steel prices. SSESTEEL's net profit after tax of VND18.7 billion (A\$1.4 million) which included depreciation expense not recognised for the disposal group in 2006 of VND9.4 billion (A\$0.692 million).

SSESTEEL has a net current asset deficiency at 31 December 2007 of A\$14.5 million (2006: A\$18.5 million) which is due to the majority of its borrowings from financiers being due for renewal within 12 months of balance date. The Company has provided security to various banks for banking facilities provided to Vietnam subsidiaries in the form of letters of guarantee totalling US\$17.8 million (A\$20.2 million) (2006: US\$15.9 million or A\$20 million) and security to the supplier of machinery and equipment to SSESTEEL in the form of a letter of guarantee totalling Euro 2.5 million (A\$4.1 million) (2006: Euro 2.3 million or A\$3.9 million). At 31 December 2007, the total interest bearing liabilities drawndown to which these corporate guarantees relate to were US\$7.5 million (A\$8.5 million) (2006: A\$15 million).

The Board will continue to closely monitor the net current asset deficiency in the SSESTEEL operation.

The ability of SSESTEEL, and thus the holding Company and the consolidated entity to continue as a going concern and therefore realise its assets and extinguish its liabilities in the normal course of business at the amounts stated in the financial report is dependent upon the following:

- the ongoing financial support of the financiers of SSESTEEL and the Company;
- SSESTEEL successfully managing their working capital requirements and the procurement of steel billets, which account for greater than 80% of total costs for these operations and are subject to fluctuations driven by the worldwide steel market; and
- the Company's Vietnam operations successfully managing their working capital requirements with external financiers.

Should SSESTEEL or the Company and its other subsidiaries not materially achieve the matters above, there is some uncertainty as to whether SSESTEEL or the Company and its subsidiaries will continue as a going concern and therefore, whether the Company and its subsidiaries will be able to pay their debts as and when they fall due and whether therefore they will be able to realise their assets and extinguish their liabilities in the normal course of business.

#### PRELIMINARY FINAL REPORT FOR THE YEAR ENDED 31 DECEMBER 2007

#### Total Building Systems Limited (VII 98%)

Total Building Systems Limited ("TBS") is a full service building systems provider supplying engineering services, building systems and construction services to industrial and residential consumers in Vietnam. That is, a steel building maker that offers full service from engineering through to construction, including a wide range of products from building accessories to complete building systems.

On 22 August 2007, the Group provided a capital contribution to TBS of \$0.22 million which increased the Company's equity interest in TBS from 97% to 98%.

Total revenues for the year were VND92.7 billion or A\$6.8 million (2006: VND63.1 billion or A\$5.2 million) as a result of rapidly establishing itself as a prominent turn-key solution building company in Vietnam. However, TBS reported a net loss after tax for the year of VND10.9 billion (A\$0.80 million) (2006: profit of VND0.025 billion or A\$0.002 million). TBS requires further working capital to reduce its financing costs.

#### Vinausteel Limited (VII 70%)

Vinausteel owns and operates a steel rolling mill in Haiphong which produces round and deformed reinforcing steel bar for the construction industry. Vinausteel reported a net profit after tax of VND38.9 billion (A\$2.86 million) (2006 profit: VND25.6 billion or A\$2.11 million) as high billet prices, the main input material for production in the rolling mills, pushed pricing on finished steel higher. Vinausteel's net profit after tax of VND38.9 billion (A\$2.86 million) which included depreciation expense not recognised for the disposal group in 2006 of VND9.5 billion (A\$0.696 million).

Sales for 2007 were 149,585 tonnes, an increase of 8% on the previous year (138,980 tonnes). This represented sales revenue of VND1.661 trillion (A\$122.1 million) up 55% on 2006 (VND1.073 trillion or A\$88.7 million).

On 18 August 2007, Vinausteel declared an interim dividend of VND10.00 billion of which the share attributable to the Company is VND7.00 billion (\$0.54 million).

#### VRC Weldmesh (Vietnam) Ltd (VII 100%)

VRC produces welded steel mesh concrete reinforcing and steel fencing which are supplied throughout Vietnam. The operation has a purpose built factory in Ho Chi Minh City and operates factory premises in Hanoi.

Sales for the year were 9,226 tonnes which was 9% higher than the previous year (8,484 tonnes). This represented sales revenue of VND100 billion (A\$7.4 million) up 28% on 2006 (VND77.9 billion or A\$6.4 million). Sales were higher as a result of increased construction activity, particularly in the second half of the year. In 2007, the Company reported a net loss after tax of VND3.3 billion (A\$0.24 million) (2006 loss: VND3.2 billion or A\$0.26 million) which included adjustments for inventory obsolescence and deferred tax of VND3.9 billion.

APPENDIX 4E
PRELIMINARY FINAL REPORT FOR THE YEAR ENDED 31 DECEMBER 2007

## BALANCE SHEET FOR THE YEAR ENDED 31 DECEMBER 2007

	CONSOLIDATED		PARENT	
	2007	2006	2007	2006
	\$'000	\$'000	\$'000	\$'000
ASSETS				
Current Assets				
Cash and cash equivalents	12,349	783	134	222
Trade and other receivables	19,835	5,352	2,940	862
Inventories	21,902	2,331	-	-
Financial assets – at fair value	210	27.6	210	27.6
through profit or loss	210	376 785	210	376
Other current assets	406 54,702	9,627	70 3,354	30 1,490
Assets of disposal group classified	34,702	9,027	3,334	1,490
Assets of disposal group classified as held for sale		50,492		12,554
Total Current Assets	54,702	60,119	3,354	14,044
Total Current Assets	34,702	00,119	3,334	14,044
Non-current Assets				
Receivables	155	7	91	303
Investments in subsidiaries	-	, _	17,072	4,302
Property, plant and equipment	13,138	4,065	14	18
Deferred tax assets		118	-	-
Intangible assets and good will	595	543	-	_
Total Non-current Assets	13,888	4,733	17,177	4,623
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TOTAL ASSETS	68,590	64,852	20,531	18,667
LIABILITIES				
Current Liabilities				
Trade and other payables	25,223	3,064	771	250
Advances from customers	5,772	486	//1	230
Income tax payable	1,110	-	_	_
Interest-bearing loans and borrowings	20,872	3,802	1,500	_
Provisions	542	170	32	88
	53,519	7,522	2,303	338
Liabilities directly associated with assets				
classified as held for sale	-	44,678	-	-
Total Current Liabilities	53,519	52,200	2,303	338
				_
Non-current Liabilities				
Interest-bearing loans and borrowings	2,254	558	-	-
Deferred tax liabilities	20	23	20	23
Total Non-current Liabilities	2,274	581	20	23
TOTAL LIABILITIES	55,793	52,781	2,323	361
NET ASSETS	12,797	12,071	18,208	18,306
THE ROOLIS	12,777	12,071	10,200	10,500
EQUITY				
Equity attributable to equity holders				
of parent				
Contributed equity	22,057	22,057	22,057	22,057
Reserves	73	721	-,~-· -	,~~,
Accumulated losses	(14,651)	(16,052)	(3,849)	(3,751)
Parent interests	7,479	6,726	18,208	18,306
Minority interests	5,318	5,345	, -	-
TOTAL EQUITY	12,797	12,071	18,208	18,306
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# APPENDIX 4E PRELIMINARY FINAL REPORT FOR THE YEAR ENDED 31 DECEMBER 2007 INCOME STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2007

	CONS 2007 \$'000	SOLIDATED 2006 \$'000	PAR 2007 \$'000	RENT 2006 \$'000
<b>Continuing operations</b>	\$ 000	\$ 000	\$ 000	\$ 000
Sale of goods Contract revenue Other revenue	252,119 7,219 227	179,951 3,448 213	- - 808	142
Revenue Cost of sales	259,565 (243,484)	183,612 (169,711)	808	142
Gross profit	16,081	13,901	808	142
Other income Impairment of investment in subsidiaries	922	760	450	446 (386)
Marketing expenses Administrative expenses Finance costs	(3,290) (6,211) (2,537)	(3,333) (6,040) (3,844)	(1,245) (114)	(840)
Loss on the re-measurement of disposal group classified as held for sale	(1,388)	-	-	
Profit/(loss) from continuing operations before income tax	3,577	1,444	(101)	(638)
Income tax benefit/(expense)	(1,403)	(470)	3	(23)
Net profit/(loss) for the year	2,174	974	(98)	(661)
Attributable to:				
Minority interests Members of the Parent	773 1,401	442 532	(98)	(661)
Earnings per share for profit attributable to the ordinary equity holders of the Company:	Cents	Cents		
- Basic and diluted earnings per share	1.36	0.52		

APPENDIX 4E
PRELIMINARY FINAL REPORT FOR THE YEAR ENDED 31 DECEMBER 2007

## STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2007

		Minority interest	Total equity				
	-		le to equity holders	-J F			
CONSOLIDATED	Contributed equity	Foreign currency translation reserves	Accumulated losses	Other reserves	Total	41000	41000
	\$ '000	\$'000	\$ '000	\$ '000	\$ '000	\$ '000	\$'000
At 1 January 2006	22,057	62	(16,584)	1,124	6,659	5,353	12,012
Currency translation differences	-	(465)	-	-	(465)	(450)	(915)
Total income and expense recognised				-			
directly in equity	-	(465)	-		(465)	(450)	(915)
Net profit for the year	-	-	532	-	532	442	974
Total income and expense for the year	-	(465)	532	-	67	(8)	59
At 31 December 2006	22,057	(403)	(16,052)	1,124	6,726	5,345	12,071
Currency translation differences	-	(648)	-	-	(648)	(570)	(1,218)
Total income and expense recognised directly in equity	-	(648)	-	-	(648)	(570)	(1,218)
Net profit for the year	-	-	1,401	-	1,401	773	2,174
Total income and expense for the year	-	(648)	1,401	-	753	203	956
Dividends	-	-	-	-	-	(230)	(230)
At 31 December 2007	22,057	(1,051)	(14,651)	1,124	7,479	5,318	12,797

# APPENDIX 4E PRELIMINARY FINAL REPORT FOR THE YEAR ENDED 31 DECEMBER 2007

# STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2007 (CONTINUED)

At 31 December 2007

	Attributable to equity holders of the parent						
PARENT	Contributed equity	Accumulated losses	Total				
	\$'000	\$'000	\$'000				
At 1 January 2006	22,057	(3,090)	18,967				
Net loss for the year	-	(661)	(661)				
At 31 December 2006	22,057	(3,751)	18,306				
Net loss for the year	-	(98)	(98)				

22,057

(3,849)

18,208

APPENDIX 4E PRELIMINARY FINAL REPORT FOR THE YEAR ENDED 31 DECEMBER 2007

## CASH FLOW STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2007

	CONS 2007 \$'000	OLIDATED 2006 \$'000	PAI 2007 \$'000	RENT 2006 \$'000
Cash flows from operating activities Receipts from customers Payments to suppliers and employees Dividend received	263,074 (248,395)	176,163 (167,632)	450 (1,163)	746 (733)
Interest received Interest paid Income taxes paid	111 (2,537) (572)	137 (3,844)	538 12 (45)	15
Net cash flows provided by/(used in) operating activities	11,681	4,824	(208)	28
Cash flows from investing activities Proceeds from sale of property, plant and	0.5	22.5		
equipment Purchase of property, plant and equipment Proceeds from sale of financial assets	97 (169)	336 (1,481)	-	-
at fair value through profit or loss Purchase of financial assets at fair value	293	-	293	-
through profit or loss Investment in subsidiaries	(10)	(50)	(10) (216)	(50) (1,635)
Acquisition of intangible assets  Net cash provided by/(used in)	(11)	(33)	_	
investing activities	200	(1,228)	67	(1,685)
Cash flows from financing activities Proceeds from bank borrowings Repayment of bank borrowings	145,988 (147,666)	118,054 (121,979)	1,500	-
(Loan to)/proceeds from controlled entities Issuance of share capital by minority interest Dividends paid to minority interest	(230)	43	(1,447) - -	969 - -
Net cash flows (used in)/provided by financing activities	(1,908)	(3,882)	53	969
Net increase/(decrease) in cash and cash equivalents	9,973	(286)	(88)	(688)
Net foreign exchange differences Cash and cash equivalents at beginning of year	(527) 2,903	(259) 3,448	222	910
Cash and cash equivalents at end of year	12,349	2,903	134	222

# APPENDIX 4E PRELIMINARY FINAL REPORT FOR THE YEAR ENDED 31 DECEMBER 2007

#### **SEGMENT REPORTING**

#### **Geographical segments**

The consolidated entity operates predominantly in two geographical areas – Australia and Vietnam. The Group's geographical segments are determined based on the location of the Group's assets. The home country of the parent company is Australia where the holding investment company is located. The Vietnam manufacturing operations comprise the continuing operations and discontinued operations. Continuing operations include Austram Joint Stock Corporation, Total Building Systems Ltd, and VRC Weldmesh (Vietnam) Ltd which primarily engaged in the manufacturing and trading of electrically welded wire products, steel roofing and steel frames, and providing total building solutions for the Vietnam construction industry and the wire rod and rebar activities of Vinausteel Limited and SSESTEEL Ltd.

	Continuing Australia		Operations Vietnam		Total		Eliminations		Consolidated	
	2007 \$ '000	2006 \$ '000	2007 \$ '000	2006 \$ '000	2007 \$ '000	2006 \$ '000	2007 \$ '000	2006 \$ '000	2007 \$ '000	2006 \$ '000
Revenue										
External sales	-	-	252,119	179,951	252,119	179,951	-	-	252,119	179,951
Intersegment										
Sales	-	-	6,372	480	6,372	480	(6,372)	(480)	-	-
Contract revenue	-	-	7,219	3,448	7,219	3,448		-	7,219	3,448
Interest revenue	154	66	99	122	253	188	(142)	(51)	111	137
Dividend										
revenue	538	-	-	-	538	-	(538)	-	-	-
Other income	566	522	716	314	1,282	836	(244)	-	1,038	836
Total segment										
revenue	1,258	588	266,525	184,315	267,783	184,903	(7,296)	(531)	260,487	184,372
Segment results Profit/(loss) before tax Income tax expense Consolidated operating profit	(101)	(638) (23)	4,216 (1,406)	1,696 (447)	4,115 (1,403)	1,058 (470)	(538)	386	3,577 (1,403)	1,444 (470)
after tax								_	2,174	974

APPENDIX 4E
PRELIMINARY FINAL REPORT FOR THE YEAR ENDED 31 DECEMBER 2007

#### SEGMENT REPORTING (CONTINUED)

SEGWENT KEP	Continuing Operations Australia Vietnam		am	Total F		Elimina	Eliminations		Consolidated	
	2007 \$ '000	2006 \$ '000	2007 \$ '000	2006 \$ '000	2007 \$ '000	2006 \$ '000	2007 \$ '000	2006 \$ '000	2007 \$ '000	2006 \$ '000
Segment assets	20,531	18,667	78,010	76,925	98,541	95,592	(29,951)	(30,740)	68,590	64,852
Segment Liabilities	2,323	361	62,667	62,663	64,990	63,024	(9,197)	(10,243)	55,793	52,781
Acquisition of plant, property and equipment and other non-			07	2 400	07	2 400			07	2 400
current assets Depreciation and amortisation	-	-	97	2,400	97	2,400	-	-	97	2,400
expense Loss on re-	4	6	1,828	530	1,832	536	-	-	1,832	536
measurement Impairment	-	-	1,388	-	1,388	-	-	-	1,388	-
losses	-	386	-	-	-	386		(386)	-	
Cash flow Information Net cashflows from operating										
activities	(208)	28	12,056	5,484	11,848	5,512	(167)	(688)	11,681	4,824
Net cashflows from investing										
activities Net cashflows	67	(1,685)	(300)	(1,749)	(233)	(3,434)	433	2,206	200	(1,228)
from financing activities	53	969	(1,548)	(1,675)	(1,495)	(706)	(413)	(3,176)	(1,908)	(3,882)

# APPENDIX 4E PRELIMINARY FINAL REPORT FOR THE YEAR ENDED 31 DECEMBER 2007

#### ACCUMULATED LOSSES

	C	ONSOLIDATED		PARENT
	2007 \$'000	2006 \$'000	2007 \$'000	2006 \$'000
Accumulated losses	(14,651)	(16,052)	(3,849)	(3,751)
Movement in accumulated losses	X / /	X / /	<u> </u>	<u> </u>
Opening balance	(16,052)	(16,584)	(3,751)	(3,090)
Net profit/(loss) for the year	1,401	532	(98)	(661)
Closing balance	(14,651)	(16,052)	(3,849)	(3,751)

#### EVENTS AFTER THE BALANCE SHEET DATE

On 29 January 2008, the Company announced a Renounceable Rights Issue to existing shareholders on the basis of one (1) New Share for every two (2) Shares held at 5.00 pm (AWDST) on 6 February 2008, at a price of A\$0.15 per New Share to raise a maximum of approximately A\$7,749,000 (before costs).

The Offer closed on 26 February 2008 and raised approximately A\$5,840,000 (before costs). The funds from the Offer, after payment of the costs of the Offer, will be used by the Company to address the following activities:

- (a) repayment of loan provided to the Company, totalling approximately A\$1,600,000;
- (b) reduce SSESTEEL's short term debt and net deficiency of approximately A\$3,000,000; and
- (c) assist with funding the working capital requirements of approximately A\$1,200,000 of the Company and its operating subsidiaries in Vietnam, to enable the Company and its subsidiaries to continue to expand their manufacturing capacity and capabilities.

On 15 January 2008, the Company announced that SSESTEEL has obtained an investment certificate to implement a billet plant in Haiphong, Vietnam, with an investment capital estimated at approximately VND893 billion (equivalent US\$56,000,000). SSESTEEL is considering various designs and equipment suppliers for the project. The Company is assessing its financing options and may seek a suitable strategic partner to participate in the project. A new company will be established to implement the billet plant which will be known as Australia Steel Billet Co. Ltd.