



BANYAN TREE HOLDINGS LIMITED
Unaudited results for the Second Quarter ended 30 June 2009

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

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

| | Notes | Group 3 months ended 30 Jun | | | Group 6 months ended 30 Jun | | |
|--|-------|--------------------------------|-----------|-----------------|--------------------------------|-----------|-----------------|
| | | 2009 | 2008 | Incr/ (Decr) | 2009 | 2008 | Incr/ (Decr) |
| | | (S\$'000) | (S\$'000) | % | (S\$'000) | (S\$'000) | % |
| Revenue | 1 | 59,799 | 106,439 | -44% | 148,003 | 238,966 | -38% |
| Other income | | 865 | 779 | 11% | 1,590 | 8,590 | -81% |
| Costs and expenses | | | | | | | |
| Cost of operating supplies and properties sold | | (7,281) | (25,635) | -72% | (16,505) | (50,139) | -67% |
| Salaries and related expenses | | (19,088) | (27,236) | -30% | (45,785) | (56,251) | -19% |
| Administrative expenses | | (10,406) | (10,389) | 0% | (20,469) | (26,753) | -23% |
| Sales and marketing expenses | | (2,939) | (5,751) | -49% | (7,270) | (10,090) | -28% |
| Other operating expenses | | (11,982) | (14,827) | -19% | (26,067) | (30,688) | -15% |
| Total costs and expenses | 2 | (51,696) | (83,838) | -38% | (116,096) | (173,921) | -33% |
| Operating profit | 3 | 8,968 | 23,380 | -62% | 33,497 | 73,635 | -55% |
| Depreciation of property, plant and equipment | 4 | (9,126) | (8,089) | 13% | (18,138) | (16,734) | 8% |
| Amortisation of lease rental and land use rights | | (1,189) | (1,049) | 13% | (2,430) | (2,053) | 18% |
| (Loss)/Profit from operations | | (1,347) | 14,242 | <i>nm</i> | 12,929 | 54,848 | -76% |
| Finance income | | 1,073 | 689 | 56% | 2,032 | 1,230 | 65% |
| Finance costs | 5 | (4,868) | (4,315) | 13% | (9,856) | (8,820) | 12% |
| Share of results of associated companies | 6 | 2 | 438 | -100% | 82 | 990 | -92% |
| Share of results of joint venture companies | | (3) | (1) | 200% | (5) | (4) | 25% |
| (Loss)/Profit before taxation | | (5,143) | 11,053 | <i>nm</i> | 5,182 | 48,244 | -89% |
| Income tax expenses | 7 | (719) | (5,180) | -86% | (4,154) | (17,041) | -76% |
| (Loss)/Profit after taxation | 8 | (5,862) | 5,873 | <i>nm</i> | 1,028 | 31,203 | -97% |
| Attributable to: | | | | | | | |
| Equity holders of the Company | 10 | (4,244) | 3,508 | <i>nm</i> | 1,003 | 18,867 | -95% |
| Minority interests | 9 | (1,618) | 2,365 | <i>nm</i> | 25 | 12,336 | -100% |
| Net (Loss)/Profit for the Period | | (5,862) | 5,873 | <i>nm</i> | 1,028 | 31,203 | -97% |



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1(a)(ii) Statement of Comprehensive Income

| | Group 3 months ended 30 Jun | | | Group 6 months ended 30 Jun | | |
|--|--------------------------------|------------------|----------------------|--------------------------------|------------------|----------------------|
| | 2009 (\$'000) | 2008 (\$'000) | Incr/ (Decr) % | 2009 (\$'000) | 2008 (\$'000) | Incr/ (Decr) % |
| Net Profit for the period | (5,862) | 5,873 | nm | 1,028 | 31,203 | -97% |
| Other comprehensive income: | | | | | | |
| Exchange differences arising from consolidation of foreign operations and net investment in foreign operations | (4,723) | (45,355) | -90% | 13,929 | (35,769) | nm |
| Effects of changes in tax rate | - | (465) | -100% | - | (3,977) | -100% |
| Net change in fair value adjustment reserve | 1,334 | 228 | 485% | - | 252 | -100% |
| Net adjustment on revaluation reserve | 380 | - | nm | 763 | - | nm |
| Total comprehensive income | (8,871) | (39,719) | -78% | 15,720 | (8,291) | nm |
| Attributable to: | | | | | | |
| Equity holders of the Company | (7,136) | (24,774) | -71% | 9,854 | (7,817) | nm |
| Minority interests | (1,735) | (14,945) | -88% | 5,866 | (474) | nm |
| | (8,871) | (39,719) | -78% | 15,720 | (8,291) | nm |

1(a)(iii) Additional Disclosures

| | Group 3 months ended 30 Jun | | | Group 6 months ended 30 Jun | | |
|--|--------------------------------|------------------|-------------------|--------------------------------|------------------|-------------------|
| | 2009 (\$'000) | 2008 (\$'000) | Incr/ (Decr) % | 2009 (\$'000) | 2008 (\$'000) | Incr/ (Decr) % |
| Profit from operations | | | | | | |
| Profit from operations is stated after charging/(crediting): | | | | | | |
| Allowance for doubtful debts - trade, net | 786 | 126 | 524% | 1,296 | 1,663 | -22% |
| Allowance for/(write back of) inventory obsolescence | 102 | 15 | 580% | 107 | (114) | nm |
| Exchange loss/(gain) | 252 | (335) | nm | (1,665) | 13 | nm |
| Loss on disposal of property, plant and equipment | 29 | 91 | -68% | 76 | 619 | -88% |
| Gain on disposal of subsidiary companies | - | - | - | - | (257) | -100% |
| Negative goodwill on acquisition of minority interests | - | (424) | -100% | - | (424) | -100% |

Adjustments for under or over provision of tax in respect of prior years

Included in the tax expense for the year was an overprovision of S\$154,000 relating to prior years.



1(a)(iv) Explanatory notes on performance for 2Q 2009

1. Revenue

Revenue decreased by S\$46.6 million from S\$106.4 million in 2Q08 to S\$59.8 million in 2Q09. With the exception of Hotel Management and Spa Operation segments, revenue from all other segments were below 2Q08.

Hotel Residences and Property Sales segments recorded combined revenue of S\$11.0 million in 2Q09, a decrease of S\$38.3 million compared to 2Q08. This was mainly due to the current adverse global economic environment and compounded by the political events in Thailand since August 2008 with the latest anti-government riots in Bangkok and Pattaya in April 2009.

Hotel Investment segment recorded lower revenue by \$5.7 million compared to 2Q08 mainly attributable to hotel/resorts in Thailand registering lower revenue by S\$6.4 million. Although the political crisis in Thailand had a reprieve in 1Q09, there was a resurgence in April 2009 as mentioned above. Maldives region also experienced lower revenue by S\$0.9 million owing to the current adverse global economic environment and H1N1 pandemic. Our resorts in China, on the other hand, performed well with revenue 29% ahead of last year. This was mainly due to increased number of rooms in BT Lijiang as well as the absence of events this year such as Tibetan political unrest, Sichuan earthquake and travel restriction leading up to Beijing Olympics, which took place last year.

2. Costs and expenses

Total costs and expenses decreased by S\$32.1 million from S\$83.8 million in 2Q08 to S\$51.7 million in 2Q09. Almost all category of expenses were lower compared to 2Q08.

Cost of operating supplies and properties sold decreased by S\$18.3 million from S\$25.6 million in 2Q08 to S\$7.3 million in 2Q09 largely due to decreased cost of properties sold under Hotel Residences and Property Sales segments as a result of lower revenue recognition and cost cutting efforts by all properties.

Salaries and related expenses decreased by S\$8.1 million from S\$27.2 million in 2Q08 to S\$19.1 million in 2Q09. This was mainly due to cost-cutting efforts, hiring freeze, implementation of unpaid leave scheme and job credit cash grant from the Singapore Government.

Other operating expenses decreased by S\$2.8 million from S\$14.8 million in 2Q08 to S\$12.0 million in 2Q09. This was mainly due to lower travelling, lower commission to real estate agents and lower occupancy related expenses in line with the lower revenue.

3. Operating profit ("EBITDA")

EBITDA decreased by S\$14.4 million from S\$23.4 million in 2Q08 to S\$9.0 million in 2Q09. This was largely due to lower EBITDA from Hotel Residences, Property Sales and Hotel Investment segments totaling S\$21.3 million as a result of lower revenue but partially cushioned by savings of S\$10.1 million from cost cutting initiatives implemented group-wide.

4. Depreciation of property, plant and equipment

Depreciation of property, plant and equipment increased by S\$1.0 million from S\$8.1 million in 2Q08 to S\$9.1 million in 2Q09 mainly due to the completion of 67 new villas in Banyan Tree Lijiang, completion of refurbishment in Dusit and Banyan Tree Bangkok.

5. Finance costs

Finance costs increased by S\$0.6 million from S\$4.3 million in 2Q08 to S\$4.9 million in 2Q09. This was mainly attributed to additional interest incurred on S\$27.3 million notes issued under the Medium Term Notes programme in August 2008.

6. Share of results of associated company

Share of results of associated company decreased by S\$436,000 from S\$438,000 in 2Q08 to S\$2,000 in 2Q09. This was mainly due to lower profits from Banyan Tree Seychelles which registered lower occupancy as a result of global economic downturn.



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7. Income tax expenses

Income tax expenses decreased by S\$4.5 million from S\$5.2 million in 2Q08 to S\$0.7 million in 2Q09 mainly due to lower profit.

8. Profit after taxation ("PAT") / Loss after taxation ("LAT")

PAT decreased by S\$11.8 million from PAT of S\$5.9 million in 2Q08 to LAT of S\$5.9 million in 2Q09. This was in line with lower operating profit in the current quarter.

9. Minority interests

Minority interests decreased by S\$4.0 million to S\$1.6 million 2Q09 mainly due to lower profit from our subsidiary, Laguna Resorts and Hotels Public Company Ltd ("LRH").

10. Profit attributable to shareholders of the Company ("PATMI") / Loss attributable to shareholders of the Company ("LATMI")

As a result of the foregoing, profit attributable to shareholders of the Company decreased by S\$7.7 million from PATMI of S\$3.5 million in 2Q08 to LATMI of S\$4.2 million in 2Q09.



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

| | Notes | Group As at | | | Company As at | | |
|---|-------|------------------------|------------------------|----------------------|------------------------|------------------------|----------------------|
| | | 30-Jun-09 (S\$'000) | 31-Dec-08 (S\$'000) | Incr/ (Decr) % | 30-Jun-09 (S\$'000) | 31-Dec-08 (S\$'000) | Incr/ (Decr) % |
| Non-current assets | | | | | | | |
| Property, plant and equipment | 1 | 1,008,951 | 979,658 | 3% | 11 | 13 | -15% |
| Land use rights | 1 | 21,718 | 21,783 | 0% | - | - | - |
| Land awaiting future development | 1 | 34,804 | 34,065 | 2% | - | - | - |
| Subsidiary companies | | - | - | - | 376,788 | 380,226 | -1% |
| Associated companies | | 23,904 | 33,817 | -29% | 19,627 | 19,537 | 0% |
| Joint venture companies | | 3,552 | 3,536 | 0% | 6,334 | 6,332 | 0% |
| Prepaid island rental | | 22,562 | 23,342 | -3% | - | - | - |
| Long-term trade receivables | | 50,842 | 52,180 | -3% | - | - | - |
| Intangible assets | | 26,965 | 26,903 | 0% | - | - | - |
| Long-term investments | | 25,853 | 16,775 | 54% | - | - | - |
| Other non-current assets | 2 | 22,235 | 8,992 | 147% | - | - | - |
| Deferred tax assets | | 17,830 | 16,070 | 11% | 31 | 31 | 0% |
| | | 1,259,216 | 1,217,121 | 3% | 402,791 | 406,139 | -1% |
| Current assets | | | | | | | |
| Inventories | | 12,242 | 13,409 | -9% | - | - | - |
| Trade receivables | | 59,241 | 66,595 | -11% | - | - | - |
| Other receivables | 3 | 31,250 | 49,867 | -37% | 2,318 | 1,950 | 19% |
| Amounts due from subsidiary companies | | - | - | - | 13,307 | 6,723 | 98% |
| Amounts due from associated companies | | 1,799 | 1,647 | 9% | - | - | - |
| Amounts due from related parties | | 4,849 | 6,621 | -27% | 207 | 201 | 3% |
| Property development costs | 4 | 69,170 | 58,391 | 18% | - | - | - |
| Cash and bank balances | | 51,284 | 53,712 | -5% | 5,150 | 2,012 | 156% |
| | | 229,835 | 250,242 | -8% | 20,982 | 10,886 | 93% |
| Total assets | | 1,489,051 | 1,467,363 | 1% | 423,773 | 417,025 | 2% |
| Current liabilities | | | | | | | |
| Trade payables | | 9,657 | 13,231 | -27% | - | - | - |
| Other payables | 5 | 75,904 | 94,986 | -20% | 4,479 | 4,899 | -9% |
| Amounts due to subsidiary companies | | - | - | - | 28,546 | 30,427 | -6% |
| Amounts due to associated companies | | 112 | 72 | 56% | - | - | - |
| Amounts due to related parties | | 751 | 1,527 | -51% | 292 | 580 | -50% |
| Interest-bearing loans and borrowings | 6 | 86,849 | 78,118 | 11% | 9,724 | 11,129 | -13% |
| Tax payable | | 9,388 | 9,845 | -5% | 1 | 118 | -99% |
| Redeemable preference shares | | - | 1,954 | -100% | - | 1,954 | -100% |
| | | 182,661 | 199,733 | -9% | 43,042 | 49,107 | -12% |
| Net current assets/(liabilities) | | 47,174 | 50,509 | -7% | (22,060) | (38,221) | -42% |



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| | Notes | Group As at | | | Company As at | | |
|---|-------|-----------------------|-----------------------|----------------------|-----------------------|-----------------------|----------------------|
| | | 30-Jun-09 (\$'000) | 31-Dec-08 (\$'000) | Incr/ (Decr) % | 30-Jun-09 (\$'000) | 31-Dec-08 (\$'000) | Incr/ (Decr) % |
| Non-current liabilities | | | | | | | |
| Interest-bearing loans and borrowings | 6 | 154,445 | 132,072 | 17% | 8,500 | 9,000 | -6% |
| Deferred income | | 16,561 | 16,158 | 2% | - | - | - |
| Loan stock | | 552 | 552 | 0% | - | - | - |
| Notes payable | | 127,250 | 127,250 | 0% | 127,250 | 127,250 | 0% |
| Other non-current liabilities | | 2,986 | 2,511 | 19% | - | - | - |
| Deferred tax liabilities | | 203,697 | 198,778 | 2% | - | - | - |
| Loan from minority shareholder of a subsidiary company | | 1,672 | 1,664 | 0% | - | - | - |
| | | 507,163 | 478,985 | 6% | 135,750 | 136,250 | 0% |
| Net assets | | 799,227 | 788,645 | 1% | 244,981 | 231,668 | 6% |
| Equity attributable to equity holders of the Company | | | | | | | |
| Share capital | | 199,995 | 199,995 | 0% | 199,995 | 199,995 | 0% |
| Treasury shares | | (5,071) | (5,191) | -2% | (5,071) | (5,191) | -2% |
| Reserves | | 371,699 | 361,745 | 3% | 50,057 | 36,864 | 36% |
| | | 566,623 | 556,549 | 2% | 244,981 | 231,668 | 6% |
| Minority interests | | 232,604 | 232,096 | 0% | - | - | - |
| Total equity | | 799,227 | 788,645 | 1% | 244,981 | 231,668 | 6% |



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Explanatory notes on Balance Sheet

1. Property, Plant and Equipment, Land use rights and Land awaiting future development

Property, plant and equipment, Land use rights and Land awaiting future development increased by S\$30.0 million from S\$1,035.5 million as at 31 December 2008 to S\$1,065.5 million as at 30 June 2009. This was mainly due to capital expenditure of S\$29.0 million on InOcean villas in Angsana Velavaru which are near completion and refurbishment of Banyan Tree Bangkok, partially offset by depreciation charge of S\$18.1 million.

2. Other non-current assets

Other non-current assets increased by S\$13.2 million from S\$9.0 million to S\$22.2 million mainly due to reclassification of land deposits and long term lease receivables from other receivables.

3. Other receivables

Other receivables decreased by S\$18.6 million from S\$49.9 million to S\$31.3 million mainly due to reclassification to other non-current assets as explained above and the receipt of the portion of Tsunami insurance claims in 1Q09.

4. Property development costs

Property developments costs increased by S\$10.8 million from S\$58.4 million to S\$69.2 million mainly due to progressive construction of Banyan Tree Residences in Phuket and Bangkok, coupled with reinstatement of costs due to cancellation of units sold in previous years.

5. Other payables

Other payables decreased by S\$19.1 million from S\$95.0 million to S\$75.9 million mainly due to lower hotel booking deposits, lower payables to villa owners due to lower share of rental income and lower payables to contractors relating to property sales projects.

6. Current and Non-current interest-bearing loans and borrowings

Current and non-current interest-bearing loans and borrowings increased by S\$31.1 million from S\$210.2 million to S\$241.3 million due to draw down of additional loans partially offset by scheduled loan repayments.

7. Litigation

On 3 July 2008, Avenue Asia Capital Partners, L.P., one of 6 plaintiffs, filed a lawsuit against LRH, a listed subsidiary of the Company, as one of 6 defendants at the Southern Bangkok Civil Court. The plaintiffs claimed that they are the creditors of a shareholder of LRH. The plaintiffs alleged that in arranging the Extraordinary General Meeting No. 1/2007 and approving its proposed capital increase where some shareholders did not subscribe for newly issued shares, LRH acted jointly with certain shareholders to commit a tort against the plaintiffs. Thus, the plaintiffs claim damages of S\$23.2 million (Baht 539,052,407) with interest of 7.5% per annum and the costs of legal proceedings.

This case is currently pending at the Court of First Instance. LRH maintains that it did not commit a tort against the plaintiffs and has not made a provision in its accounts. LRH is vigorously defending this lawsuit.



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

| | Group | |
|---|------------------------|------------------------|
| | As at | |
| | 30-Jun-09 (S\$'000) | 31-Dec-08 (S\$'000) |
| Amount repayable in one year or less, or on demand:- | | |
| Secured | 83,941 | 78,118 |
| Unsecured | 2,908 | - |
| Sub-Total 1 | 86,849 | 78,118 |
| Amount repayable after one year:- | | |
| Secured | 154,445 | 132,072 |
| Unsecured | 127,250 | 127,250 |
| Sub-Total 2 | 281,695 | 259,322 |
| Total Debt | 368,544 | 337,440 |

Details of any collateral

The secured bank loans are secured by assets with the following net book values:

| | Group | |
|---|------------------------|------------------------|
| | As at | |
| | 30-Jun-09 (S\$'000) | 31-Dec-08 (S\$'000) |
| Freehold land and buildings | 673,783 | 637,762 |
| Quoted shares in a subsidiary company | 2,497 | 2,463 |
| Property development costs | 7,568 | 7,858 |
| Leasehold buildings | 24,653 | 25,549 |
| Unquoted shares in subsidiary companies | 10,724 | 10,724 |
| Prepaid island rental | 24,593 | 25,720 |
| Other assets | 79,426 | 63,205 |
| | 823,244 | 773,281 |



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

| | Group | |
|---|------------------------------|------------------|
| | 6 months ended 30 Jun | |
| | 2009 | 2008 |
| | (S\$'000) | (S\$'000) |
| <i>Cash flows from operating activities</i> | | |
| Profit before taxation | 5,182 | 48,244 |
| Adjustments for: | | |
| Share of results of associated companies | (82) | (990) |
| Share of results of joint venture companies | 5 | 4 |
| Depreciation of property, plant and equipment | 18,138 | 16,734 |
| Loss on disposal of property, plant and equipment | 76 | 619 |
| Negative goodwill on acquisition of minority interests | - | (424) |
| Finance income | (2,032) | (1,230) |
| Finance costs | 9,856 | 8,820 |
| Amortisation of lease rental and land use rights | 2,430 | 2,053 |
| Allowance for doubtful debts - trade, net | 1,296 | 1,663 |
| Allowance for/(write back of) inventory obsolescence | 107 | (114) |
| Gain on disposal of subsidiary companies | - | (257) |
| Share based payment expenses | 219 | 213 |
| Currency realignment | (944) | (3,634) |
| Operating profit before working capital changes | 34,251 | 71,701 |
| Decrease/(increase) in inventories | 1,265 | (1,176) |
| Decrease/(increase) in trade and other receivables | 6,659 | (12,603) |
| Decrease in amounts due from related parties | 1,343 | 1,673 |
| Decrease in trade and other payables | (24,283) | (3,769) |
| | (15,016) | (15,875) |
| Cash flows generated from operating activities | 19,235 | 55,826 |
| Interest received | 2,065 | 2,458 |
| Interest paid | (8,741) | (9,389) |
| Tax paid | (5,115) | (8,870) |
| Net cash flows from operating activities | 7,444 | 40,025 |
| <i>Cash flows from investing activities</i> | | |
| Purchase of property, plant and equipment | (28,998) | (25,898) |
| Proceeds from disposal of property, plant and equipment | 153 | 53 |
| Increase in investment in associated companies | - | (4,720) |
| Disposal of subsidiary companies, net of cash received | - | (41) |
| Payment of lease rental | (596) | (935) |
| Increase in long-term investments | (183) | (12,358) |
| Purchase of land awaiting future development | - | (16,116) |
| Acquisition of minority interest | - | (650) |
| Net cash inflow on acquisition of a subsidiary company | 31 | - |
| Net cash flows used in investing activities | (29,593) | (60,665) |
| <i>Cash flows from financing activities</i> | | |
| Proceeds from bank loans | 69,947 | 47,527 |
| Repayment of bank loans | (42,589) | (31,273) |
| Payment of dividends | | |
| - by subsidiary companies to minority interests | (5,358) | (6,714) |
| - by Company to shareholders | - | (15,168) |
| Redemption of 'A' preference shares | (3,041) | - |
| Net cash flows from/(used in) financing activities | 18,959 | (5,628) |
| Net decrease in cash and cash equivalents | (3,190) | (26,268) |
| Net foreign exchange difference | 762 | (3,166) |
| Cash and cash equivalents at beginning of year | 53,712 | 115,716 |
| Cash and cash equivalents at end of the period | 51,284 | 86,282 |



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Explanatory notes on Consolidated Cash Flow

As at 30 June 2009, the Group's cash and cash equivalents decreased by S\$35.0 million or 41% to S\$51.3 million compared to 30 June 2008. The reduction in cash flow was largely due to lower profit recorded in the current period.

During the 6 months period ended 30 June 2009, the Group generated positive operating cash flow of S\$7.4 million, mainly due to profit before tax of S\$5.2 million adjusted for non-cash items of S\$29.0 million, comprising mainly depreciation and amortization of island rental of S\$20.6 million and finance expenses of S\$9.9 million. This was reduced by a net decrease in cash generated from working capital changes of S\$15.0 million, and net interest and income tax payments of S\$11.8 million.

The net cash flows used in investing activities amounted to S\$29.6 million. This was largely due to capital expenditure of S\$29.0 million on InOcean villas in Angsana Velavaru and refurbishment of Banyan Tree Bangkok.

The net cash flows from financing activities amounted to S\$19.0 million. This was mainly due to loan drawdown of S\$69.9 million partially offset by scheduled bank repayments of S\$42.6 million, payment of dividend to minority interest of a subsidiary company of S\$5.3 million and final redemption of preference A shares of S\$3.0 million.



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

| GROUP | Share capital (S\$'000) | Treasury shares (S\$'000) | Merger deficit (S\$'000) | Capital reserve (S\$'000) | Revaluation reserve (S\$'000) | Currency translation reserve (S\$'000) | Fair value adjustment reserve (S\$'000) | Legal reserve (S\$'000) | Share based payment reserve (S\$'000) | Gain/(loss) on reissuance of treasury shares (S\$'000) | Accumulated profits (S\$'000) | Total attributable to equity holders of the Company (S\$'000) | Minority interests (S\$'000) | Total equity (S\$'000) |
|--|------------------------------------|--------------------------------------|-------------------------------------|--------------------------------------|--|---|--|------------------------------------|--|---|--|--|---|-----------------------------------|
| Balance as at 1 January 2009 | 199,995 | (5,191) | (18,038) | 7,852 | 189,442 | (29,145) | 170 | 6,457 | 8,545 | - | 196,462 | 556,549 | 232,096 | 788,645 |
| Total comprehensive income for the period | - | - | - | - | 452 | 8,399 | - | - | - | - | 1,003 | 9,854 | 5,866 | 15,720 |
| Issue of Performance Share Grants to employees | - | - | - | - | - | - | - | - | 185 | - | - | 185 | - | 185 |
| Treasury shares reissued pursuant to Performance Share Plan | - | 120 | - | - | - | - | - | - | - | (85) | - | 35 | - | 35 |
| Dividend paid to minority shareholders of a subsidiary company | - | - | - | - | - | - | - | - | - | - | - | - | (5,358) | (5,358) |
| Balance as at 30 June 2009 | 199,995 | (5,071) | (18,038) | 7,852 | 189,894 | (20,746) | 170 | 6,457 | 8,730 | (85) | 197,465 | 566,623 | 232,604 | 799,227 |
| Balance as at 1 January 2008 | 199,995 | (5,191) | (18,038) | 7,852 | 189,280 | (23,745) | (547) | 613 | 7,998 | - | 210,491 | 568,708 | 235,785 | 804,493 |
| Total comprehensive income for the period | - | - | - | - | (2,661) | (24,189) | 166 | - | - | - | 18,867 | (7,817) | (474) | (8,291) |
| Issue of Performance Share Grants to employees | - | - | - | - | - | - | - | - | 213 | - | - | 213 | - | 213 |
| Dividend paid | - | - | - | - | - | - | - | - | - | - | (15,168) | (15,168) | - | (15,168) |
| Dividend paid to minority shareholders of a subsidiary company | - | - | - | - | - | - | - | - | - | - | - | - | (6,714) | (6,714) |
| Acquisition of additional shares in a subsidiary company | - | - | - | - | - | - | - | - | - | - | - | - | (1,073) | (1,073) |
| Transfer to legal reserve | - | - | - | - | - | - | - | 4,638 | - | - | (4,638) | - | - | - |
| Balance as at 30 June 2008 | 199,995 | (5,191) | (18,038) | 7,852 | 186,619 | (47,934) | (381) | 5,251 | 8,211 | - | 209,552 | 545,936 | 227,524 | 773,460 |



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

| COMPANY | Share capital (S\$'000) | Treasury shares (S\$'000) | Capital reserve (S\$'000) | Share based payment reserve (S\$'000) | Gain/(loss) on reissuance of treasury shares (S\$'000) | Accumulated profits (S\$'000) | Total equity (S\$'000) |
|---|----------------------------|------------------------------|------------------------------|--|---|----------------------------------|---------------------------|
| Balance as at 1 January 2009 | 199,995 | (5,191) | 7,852 | 8,343 | - | 20,669 | 231,668 |
| Total comprehensive income for the period | - | - | - | - | - | 13,278 | 13,278 |
| Treasury shares reissued pursuant to Performance Share Plan | - | 120 | - | - | (85) | - | 35 |
| Balance as at 30 June 2009 | 199,995 | (5,071) | 7,852 | 8,343 | (85) | 33,947 | 244,981 |
| Balance as at 1 January 2008 | 199,995 | (5,191) | 7,852 | 7,796 | - | 30,636 | 241,088 |
| Total comprehensive income for the period | - | - | - | - | - | 821 | 821 |
| Dividend paid | - | - | - | - | - | (15,168) | (15,168) |
| Balance as at 30 June 2008 | 199,995 | (5,191) | 7,852 | 7,796 | - | 16,289 | 226,741 |



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

On 20 May 2009, the Company released 69,700 share awards (2008: Nil) vested under the Restricted Share Plan pursuant to the Banyan Tree Performance Share Plan for FY2007. As such, 69,700 shares (2008: Nil) were issued from the treasury shares to the employees, resulting in an increase in the number of issued shares excluding treasury shares from 758,402,280 as at 31 December 2008 to 758,471,980 shares as at 30 June 2009. See 1(d)(iii) and 1(d)(iv) for movement of the issued shares excluding treasury shares, and movement of treasury shares respectively.

Performance Shares

During the quarter, an aggregate amount of 1,371,250 (2Q08: 1,208,500) and 465,850 (2Q08: Nil) performance-based share grants were issued and cancelled/vested respectively under the Banyan Tree Performance Share Plan. As at 30 June 2009, 2,768,900 (30 June 2008:1,908,750) performance-based grants are outstanding.

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

| | 30-Jun-09 No. of shares | 31-Dec-08 No. of shares |
|---|------------------------------------|------------------------------------|
| Number of issued shares excluding Treasury shares | 758,471,980 | 758,402,280 |

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

| | 2009 No. of shares | 2008 No. of shares |
|---|-------------------------------|-------------------------------|
| At 1 January | 3,000,000 | 3,000,000 |
| Issuance pursuant to Banyan Tree Performance Share Plan | (69,700) | - |
| At 30 June | 2,930,300 | 3,000,000 |

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

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

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

Not applicable.

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

Except as disclosed in Note 5 below, the Group has applied the same accounting policies and method of computation in the financial statements for the current financial period compared with those of the audited financial statements as at 31 December 2008.



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

The Group has applied the same accounting policies and methods of computation in the financial statements for the current reporting period compared with those of the audited financial statements for the year ended 31 December 2008, except for the adoption of accounting standards (including its consequential amendments) and interpretations applicable for the financial period beginning 1 January 2009. Among the changes to FRS is the revised presentation of financial statement under FRS 1 which the Group has duly presented in Note 1(a)(ii).

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

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

| | 3 months ended 30 Jun | | 6 months ended 30 Jun | |
|---|-----------------------|------|-----------------------|------|
| | 2009 | 2008 | 2009 | 2008 |
| a) Based on the weighted average number of ordinary shares on issue (cents) | (0.56) | 0.46 | 0.13 | 2.49 |
| b) On fully diluted basis (cents) | (0.56) | 0.46 | 0.13 | 2.48 |

(i) The basic earnings per ordinary share for the 3 months period and the same period last year have been calculated based on the weighted average number of 758,434,449 and 758,402,280 ordinary shares respectively.

The basic earnings per ordinary share for the 6 months period and the same period last year have been calculated based on the weighted average number of 758,418,453 and 758,402,280 ordinary shares respectively.

(ii) The diluted earnings per ordinary share for the 3 months period and the same period last year have been calculated based on the weighted average number of 761,432,425 and 760,311,030 ordinary shares respectively.

The diluted earnings per ordinary share for the 6 months period and the same period last year have been calculated based on the weighted average number of 760,852,325 and 759,706,780 ordinary shares respectively.

7 Net asset value (for the issuer and group) per ordinary share based on issued share capital of the issuer at the end of the:-

- (a) current financial period reported on; and
(b) immediately preceding financial year.

| | Group As at | | Company As at | |
|--|----------------|-----------|------------------|-----------|
| | 30-Jun-09 | 31-Dec-08 | 30-Jun-09 | 31-Dec-08 |
| Net asset value per ordinary share based on issued share capital* at the end of the period (S\$) | 0.75 | 0.73 | 0.32 | 0.31 |

* 758,471,980 and 758,402,280 ordinary shares in issue as at 30 June 2009 and 31 December 2008 respectively.



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8 A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. It must include a discussion of the following:-

- (a) any significant factors that affected the turnover, costs, and earnings of the group for the current financial period reported on, including (where applicable) seasonal or cyclical factors; and
- (b) any material factors that affected the cash flow, working capital, assets or liabilities of the group during the current financial period reported on.

A) REVENUE

| | Group | | | | Group | | | |
|------------------------|-----------------------|----------------|-----------------|-------------|-----------------------|----------------|-----------------|-------------|
| | 3 months ended 30 Jun | | Actual vs 2008 | | 6 months ended 30 Jun | | Actual vs 2008 | |
| | 2009 | 2008 | Incr/(Decr) | | 2009 | 2008 | Incr/(Decr) | |
| | SGD'000 | SGD'000 | SGD'000 | % | SGD'000 | SGD'000 | SGD'000 | % |
| Hotel Investment | 32,376 | 38,121 | (5,745) | -15% | 90,343 | 115,121 | (24,778) | -22% |
| Hotel Management | 5,733 | 3,977 | 1,756 | 44% | 11,785 | 6,952 | 4,833 | 70% |
| Hotel Residences | 5,050 | 33,251 | (28,201) | -85% | 7,745 | 48,274 | (40,529) | -84% |
| Spa Operations | 6,222 | 6,069 | 153 | 3% | 13,225 | 13,250 | (25) | 0% |
| Property Sales | 5,988 | 16,051 | (10,063) | -63% | 12,033 | 38,755 | (26,722) | -69% |
| Gallery Sales | 1,145 | 3,677 | (2,532) | -69% | 3,148 | 6,712 | (3,564) | -53% |
| Design Fees and Others | 3,285 | 5,293 | (2,008) | -38% | 9,724 | 9,902 | (178) | -2% |
| Revenue | 59,799 | 106,439 | (46,640) | -44% | 148,003 | 238,966 | (90,963) | -38% |
| | | | | | | | | |



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B) PROFITABILITY

| | Group | | | | Group | | | |
|---|-----------------------|---------------|-----------------|------------------|-----------------------|---------------|-----------------|-------------|
| | 3 months ended 30 Jun | | Actual vs 2008 | | 6 months ended 30 Jun | | Actual vs 2008 | |
| | 2009 | 2008 | Incr/(Decr) | | 2009 | 2008 | Incr/(Decr) | |
| | SGD'000 | SGD'000 | SGD'000 | % | SGD'000 | SGD'000 | SGD'000 | % |
| <u>EBITDA (Operating Profit)</u> | | | | | | | | |
| Hotel Investment | 915 | 2,654 | (1,739) | -66% | 21,242 | 36,650 | (15,408) | -42% |
| Hotel Management | 2,219 | 143 | 2,076 | 1452% | 4,482 | (378) | 4,860 | <i>nm</i> |
| Hotel Residences | 2,237 | 18,521 | (16,284) | -88% | 3,026 | 26,221 | (23,195) | -88% |
| Spa Operations | 1,842 | 819 | 1,023 | 125% | 3,744 | 1,900 | 1,844 | 97% |
| Property Sales | 1,275 | 4,600 | (3,325) | -72% | 3,068 | 12,121 | (9,053) | -75% |
| Gallery Sales | 172 | 410 | (238) | -58% | 489 | 865 | (376) | -43% |
| Design Fees and Others | 1,798 | 318 | 1,480 | 465% | 2,493 | (2,011) | 4,504 | <i>nm</i> |
| Head Office Expenses | (2,355) | (4,438) | 2,083 | 47% | (6,452) | (8,897) | 2,445 | 27% |
| Other Income (net) | 865 | 353 | 512 | 145% | 1,405 | 7,164 | (5,759) | -80% |
| EBITDA (Operating Profit) | 8,968 | 23,380 | (14,412) | -62% | 33,497 | 73,635 | (40,138) | -55% |
| | | | | | | | | |
| <u>PATMI</u> | | | | | | | | |
| Operating PATMI | (4,244) | 3,508 | (7,752) | <i>nm</i> | 1,003 | 18,867 | (17,864) | -95% |
| | | | | | | | | |



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C) BUSINESS SEGMENTS REVIEW

i) Hotel Investment segment

Hotel Investment segment achieved revenue of S\$32.4 million in 2Q09, a decrease of S\$5.7 million or 15% compared to 2Q08. The decrease was largely due to resorts in Thailand (S\$6.4 million) and Maldives (S\$0.9 million), partially offset by higher revenue from China (S\$1.0 million).

In the current quarter, Thailand tourism industry was further impacted by the resurgence of political riots which took place during the ASEAN Summit in Pattaya and Songkran festival in Bangkok. The Thai government declared state of emergency and several countries issued travel advisories on Thailand in April 2009. Furthermore, travelling was also affected by the H1N1 pandemic. As such, our properties in Thailand registered lower revenue by S\$6.4 million or 22% against last year, with an overall occupancy of 44% compared to 58% achieved in 2Q08. ARR was also 4% lower, at S\$203 as compared to S\$212. Among the resorts in Thailand, Sheraton Grande which has the largest room inventory, accounted for S\$2.1 million or 32% of the revenue shortfall. This was mainly due to reduction in both leisure and in particular the MICE business, which was usually the target market segment in the low season.

Our resorts in Maldives, which are in their low season, also experienced slow down in business due to the current adverse global economic environment and the H1N1 pandemic which impacted travelling especially from UK and Europe which are major markets for the Maldives. Overall occupancy was 43% compared to 51% achieved last year. ARR at S\$535 was 9% lower.

Our resorts in China however performed well with revenue 29% ahead of last year. This was due to increased number of rooms in Banyan Tree Lijiang coupled with the absence of events this year such as political riots in Tibet, Sichuan earthquake and travel restriction leading up to the Beijing Olympics, which took place last year.

For 1H09, revenue of \$90.3 million was S\$24.8 million or 22% lower compared to 1H08. This was mainly due to the political situation in Thailand and global economic downturn since second half of last year. As such, revenue shortfall was largely from resorts in Thailand (S\$26.2 million) and Maldives (S\$0.9 million), partially cushioned by higher revenue from China (S\$1.1 million) due to the reasons mentioned above.

EBITDA decreased by S\$1.7 million or 66% from S\$2.6 million in 2Q08 to S\$0.9 million in 2Q09. Against 1H08, it decreased by S\$15.4 million or 42% from S\$36.6 million in 1H08 to S\$21.2 million in 1H09. Lower EBITDA was mainly due to lower revenue as explained above partially cushioned by lower expenses as a result of cost cutting measures implemented group-wide.

ii) Hotel Management segment

Hotel management revenue increased by S\$1.7 million or 44% from S\$4.0 million in 2Q08 to S\$5.7 million in 2Q09. For 1H09, Hotel management revenue increased by S\$4.8 million or 70% from S\$7.0 million in 1H08 to S\$11.8 million in 1H09. This was mainly due to higher hotel management fees from newly-opened Angsana Dubai (opened in August 2008), Banyan Tree Sanya (opened in May 2008) and Banyan Tree Mayakoba (opened in March 2009), and higher fund management fees from managing the Banyan Tree Indochina Hospitality Fund. The Fund achieved a final closing of US\$283 million on 30 June 2009. Higher hotel/fund management fees were in line with the group's strategy to expand and diversify the Group's income stream through hotel management contracts and fund management business.

EBITDA increased by S\$2.1 million from S\$0.1 million in 2Q08 to S\$2.2 million in 2Q09. Against 1H08, it increased by S\$4.9 million from loss before interest, tax, depreciation and amortization ("LBITDA") of S\$0.4 million in 1H08 to EBITDA of S\$4.5 million in 1H09. Higher EBITDA was as a result of higher revenue and lower costs due to cost cutting measures implemented group-wide.

If management fees of those resorts which the Group has a majority interest and were not eliminated on consolidation, a sum of S\$2.7 million, S\$2.3 million, S\$7.5 million and S\$6.7 million would be added to EBITDA in 2Q08, 2Q09, 1H08 and 1H09 respectively. EBITDA would have been S\$4.5 million in 2Q09 as compared to S\$2.8 million in 2Q08, and S\$11.2 million in 1H09 as compared to S\$7.1 million in 1H08.



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iii) Hotel Residences and Property Sales segments

Hotel Residences and Property Sales segments recorded combined revenue of S\$11.0 million, a decrease of S\$38.3 million or 78% compared to 2Q08. This was mainly due to slower sales since second half of 2008 as a result of the political events in Thailand and the current adverse global economic environment. The two segments combined recorded 81% lower in new unit sales and 86% lower in new sales value compared to 2Q08.

Hotel Residences segment revenue was lower by S\$28.2 million or 85% from S\$33.2 million in 2Q08 to S\$5.0 million in 2Q09. This was mainly due to progressive revenue recognition of only Banyan Tree Phuket villas in the current quarter, whilst in 2Q08, other than Banyan Tree Phuket, there were also progressive revenue recognition of several units of Banyan Tree Lijiang villas/townhomes, Banyan Tree Bintan villas and Banyan Tree Bangkok suites.

Property Sales revenue was lower by S\$10.1 million or 63% from S\$16.1 million in 2Q08 to S\$6.0 million in 2Q09 due to lower sales and recognition of Laguna Village townhomes / bungalows, coupled with cancellation of 1 unit of Laguna bungalow phase 3 sold in previous year.

For 1H09, Hotel Residences and Property Sales segments recorded combined revenue of S\$19.8 million, a decrease of S\$67.3 million or 77% compared to 1H08, due to the reasons mentioned above. The two segments combined recorded 84% lower in new unit sales and 86% lower in new sales value compared to 1H08.

EBITDA decreased by S\$19.6 million or 85% from S\$23.1 million in 2Q08 to S\$3.5 million in 2Q09. Against 1H08, EBITDA decreased by S\$32.2 million or 84% from S\$38.3 million in 1H08 to S\$6.1 million in 1H09. Lower EBITDA was due to lower revenue.

iv) Spa segment

Spa revenue increased by S\$0.1 million or 3% from S\$6.1 million in 2Q08 to S\$6.2 million in 2Q09 mainly due to higher sales of retail products in Maldives, Seychelles, China and Bintan, partially offset by lower spa revenue and management fees from owned and managed spa outlets. Against 1H08, Spa revenue of S\$13.2 million for 1H09 was in line with last year.

EBITDA increased by S\$1.0 million from S\$0.8 million in 2Q08 to S\$1.8 million in 2Q09 due to higher revenue, exchange gain and cost cutting efforts. Against 1H08, it increased by S\$1.8 million from S\$1.9 million in 1H08 to S\$3.7 million in 1H09. Apart from exchange gain and cost cutting efforts, higher EBITDA was also due to absence of one-off write-off in 1Q08 for closure of spa outlet in Sydney, Australia.

v) Gallery Sales segment

Revenue from Gallery Sales decreased by \$2.5 million or 69% from S\$3.7 million in 2Q08 to S\$1.2 million in 2Q09 mainly due to lower retail sales in Thailand in line with the lower hotel occupancy. In addition, there was a one-off sales to Angsana Hotel and Suites Dubai (UAE) in 2Q08 for its soft opening.

For 1H09, revenue from Gallery Sales decreased by S\$3.6 million or 53% from S\$6.7 million in 1H08 to S\$3.1 million. This was mainly due to lower retail sales in Thailand as a result of lower hotel occupancy.

EBITDA decreased by S\$0.2 million from S\$0.4 million in 2Q08 to S\$0.2 million in 2Q09. Against 1H08, it decreased by S\$0.4 million from S\$0.9 million in 1H08 to S\$0.5 million in 1H09. Lower EBITDA was attributable to lower revenue as explained above.

vi) Design Fees and Others segment

Design fees and Others segment revenue decreased by S\$2.0 million or 38% from S\$5.3 million in 2Q08 to S\$3.3 million in 2Q09 mainly due to lower fees billed for new projects in this quarter based on certain design milestones. For 1H09, Design and Others segment revenue of S\$9.7 million was almost in line with 1H08.

Notwithstanding a lower revenue in 2Q09 and 1H09, EBITDA increased by S\$1.5 million from S\$0.3 million in 2Q08 to S\$1.8 million in 2Q09, and by S\$4.5 million from LBITDA of S\$2.0 million in 1H08 to EBITDA of S\$2.5 million in 1H09. This was due to cost cutting measures implemented group wide and reversal of provisions no longer required.



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vii) Head Office

Head office expenses decreased by S\$2.0 million or 47% from S\$4.4 million in 2Q08 to S\$2.4 million in 2Q09. Against 1H08, it decreased by S\$2.4 million or 27% from S\$8.9 million in 1H08 to S\$6.5 million in 1H09. Lower head office expenses was mainly attributable to exchange gain, lower expenses incurred on business development and cost cutting efforts.

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

Not applicable.



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

On the back of the current adverse global economic environment, Thai political crisis, H1N1 pandemic and our traditional low season of the year, 2Q09 results have been in line with our expectation as stated in last quarter's outlook. Results for the 3rd quarter is expected to be better than 2nd quarter, but will remain challenging and possibly be unprofitable considering that this will be a low season.

However, with signs that the world economy may be improving albeit slowly, and provided there is stabilization in the Thai political situation and barring any other unforeseen circumstances, we expect the 2nd half performance to be better than 1st half this year.

Hotel Operations

As reported previously, On-the-book ("OTB") rooms revenue for 1Q09 (ie forward reservations) was 19% below the same period last year with resorts in Thailand 39% below. OTB for 2Q09 improved and was 12% below the same period last year with resorts in Thailand 28% below. Based on the latest record, OTB for 3Q09 improved further with 8% below the same period last year with resorts in Thailand 23% below.

This shows a recovery trend since the beginning of this year which will augur well if the trend continues into the high season in the 4th quarter of the year.

Hotel Residences/ Property Sales

Unit sales are expected to remain slow given the current adverse global economic environment and the recent political events in Thailand. This business segment is expected to be the slowest of all our segments to recover as sizeable investments on secondary and discretionary holiday homes are probably not the priority list of most buyers.

As at date of report, we have unrecognized revenue totaling S\$12.9 million (2008: S\$95.6 million) that will be progressively recognized as construction progresses.

Management, Spa and Design Income

This business is expected to grow progressively as we have a good pipeline of hotel projects spread over the next few years with continuing new management agreements added along the way.

The following resorts are expected to open in the next 12 months:

- i. Banyan Tree Hangzhou, China
- ii. Banyan Tree Ungasan, Bali, Indonesia
- iii. Banyan Tree Al-Wadi, Ras Al Khaimah, UAE
- iv. Banyan Tree Cabo Marquess, Acapulco, Mexico
- v. Banyan Tree Koh Samui, Thailand
- vi. Banyan Tree Seoul, South Korea
- vii. The Meydan, Grandstand, Dubai, UAE

Also in the next 12 months, we expect to launch an estimated 12 spas under management.

New Development

We have signed the following new hotel management, architectural and design agreements in 2Q09:

- i) Angsana Fu Xian Lake overlooking Fu Xian Lake in Hu Pan, China, boasting over 1,000 keys expected to be opened in 3Q 2010.
- ii) Angsana Alegria in Shiekh Zayed City, Giza, Egypt, with up to 100 hotel keys and is expected to open in 2012.
- iii) Banyan Tree and Angsana Kunming, city hotels at the center of Kunming, China.
- iv) Banyan Tree Cang Shang overlooking Mount Cang in Dali, China.
- v) Banyan Tree Er Hai overlooking scenery of Er Hai Lake in Dali, China.

Projects (iii) to (v) are currently still in design stage and hence the number of keys and opening dates have yet to be established.



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11 Dividend

(a) Current financial period reported on

Any dividend declared for the current financial period reported on? No

(b) Corresponding period of the immediately preceding financial year

Any dividend declared for the corresponding period of the immediately preceding financial year? No

(c) Date payable

Not Applicable.

(d) Books disclosure date

Not Applicable.

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

No dividend has been declared in respect of the current financial period.



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13 Interested Persons Transactions for the 3 months ended 30 June 2009

| | Interested Person Transaction | Aggregate value of all interested parties transactions during the financial quarter under review (excluding transactions less than S\$100,000 and transactions conducted under Shareholders' Mandate) Q2 2009 in S\$'000 | Aggregate value of all interested parties transactions conducted under Shareholders' Mandate (excluding transactions less than S\$100,000) Q2 2009 in S\$'000 |
|----------|--|---|--|
| A | Transactions with the Tropical Resorts Limited Group ('TR') | | |
| a | Provision of Resort Management and Related Services to TR | | 863 |
| b | Provision of Spa Management and Other Related Services to TR | | 100 |
| c | Returns from TRL in respect of units in Banyan Tree Bintan and Angsana Bintan | | 620 |
| d | Supply of Goods - to LRH | | 180 |
| B | Transactions with the Laguna Resorts & Hotel Public Company Limited Group ('LRH') | | |
| a | Provision of Resort Management and Related Services to LRH | | 1,189 |
| b | Provision of Rent and Services - from LRH | | 278 |
| c | Reimbursement of expenses - from LRH | | 1,291 |
| | - to LRH | | 768 |
| d | Supply of Goods and Vouchers - from LRH | | 526 |
| e | Payment of Interest by Lijiang Banyan Tree Hotel Co., Ltd to LRH | | 234 |
| C | Transactions with Tropical Resorts Limited Group ('TR'), our Executive Chairman, Mr Ho KwonPing, Maypole Limited, Chang Fung Company Limited and Li-Ho Holdings (Private) Limited | | |
| a | Redemption of 'A' Preference Shares | | 3,041 |
| | Total | | 9,090 |



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CONFIRMATION BY THE BOARD

We, Ho KwonPing and Ariel Vera, being Directors of Banyan Tree Holdings Limited (the "Company"), do hereby confirm on behalf of the Board of Directors that taking into account the matters announced and publicly disclosed by the Company prior to the date of this confirmation and the prevailing accounting policies adopted by the Company in accordance with the Singapore Financial Reporting Standards, to the best of the knowledge of the Board of Directors of the Company, nothing has come to the attention of the Board of Directors of the Company which may render the second quarter financial results false or misleading in any material respect.

On behalf of the Board,

HO KWONPING
Executive Chairman

ARIEL VERA
Group Managing Director

BY ORDER OF THE BOARD

Jane Teah Seow Lian
Company Secretary
13 August 2009