(Registration no. 198403096C)

Petra Foods Limited
Unaudited Financial Statement and Dividend Announcement
For the 2nd Quarter and Half Year Ended 30 June 2009

PART I - INFORMATION REQUIRED FOR ANNOUNCEMENT OF QUARTERLY (1Q, 2Q, 3Q & 4Q), HALF YEAR AND FULL YEAR RESULTS

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

		Group			Group		
		2Q ended 30 June			Half Year ended 30 June		
		2009	2008	%	**2009**	2008	%
	Notes	**US$'000**	US$'000		**US$'000**	US$'000	
Sales	1	**289,466**	266,537	8.6	**571,241**	516,076	10.7
Cost of Sales	2[a]	**(254,856)**	(234,953)	8.5	**(507,217)**	(461,013)	10.0
Gross Profit		**34,610**	31,584	9.6	**64,024**	55,063	16.3
Other operating income		**997**	299	233.4	**2,465**	3,950	(37.6)
Selling and distribution costs		**(16,817)**	(14,705)	14.4	**(31,036)**	(29,271)	6.0
Administrative expenses		**(8,214)**	(7,795)	5.4	**(14,813)**	(14,162)	4.6
Finance costs	3	**(4,154)**	(4,346)	(4.4)	**(8,401)**	(7,958)	5.6
Other operating expenses		**(53)**	(404)	(86.9)	**(1,255)**	(601)	108.8
		6,369	4,633	37.5	**10,984**	7,021	56.4
Share of results of associates		**229**	(119)	NM	**59**	(233)	NM
Profit before tax	4	**6,598**	4,514	46.2	**11,043**	6,788	62.7
Income tax expense		**(1,579)**	(1,074)	47.0	**(2,721)**	(1,631)	66.8
Net Profit		**5,019**	3,440	45.9	**8,322**	5,157	61.4
Attributable to:							
Equity holders of the company		**6,055**	3,885	55.9	**10,368**	6,774	53.1
Minority Interest		**(1,036)**	(445)	132.8	**(2,046)**	(1,617)	26.5
		5,019	3,440	45.9	**8,322**	5,157	61.4
EBITDA	5	**15,624**	13,587	15.0	**29,094**	23,644	23.1
Earnings per share (US cents) - Basic and Diluted[b]	6	**1.14**	0.73	55.9	**1.95**	1.27	53.1
Return on equity[c]					**11.1%**	7.6%[d]	3.5% pt

a 2Q and 1H 2008's Cost of Sales include the negative impact of hedge re-designation of US$2.353 million and US$4.405 million respectively.

b As there are no potentially dilutive ordinary shares, diluted Earnings per Share is the same as basic Earnings per Share.

c For comparative purposes, ROE is computed based on annualized 1H2009 profit attributable to equity holders of the company divided by average shareholders equity.

d Relates to full year 2008 audited figures.

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Explanatory notes on income statement

Note 1 - Breakdown of Sales by Division

	2Q ended 30 June			Half Year ended 30 June		
	2009	2008	Change	**2009**	2008	Change
	US$'000	US$'000	%	**US$'000**	US$'000	%
Cocoa Ingredients Division	**216,947**	202,340	7.2	**434,724**	392,882	10.7
Branded Consumer Division	**72,519**	64,197	13.0	**136,517**	123,194	10.8
	289,466	266,537	8.6	**571,241**	516,076	10.7

Note 2 - Cost of Sales

	2Q ended 30 June			Half Year ended 30 June		
	2009	2008	Change	**2009**	2008	Change
	US$'000	US$'000	%	**US$'000**	US$'000	%
Cost of goods sold	**260,679**	226,879	14.9	**508,481**	446,197	14.0
Cost of services	**2,509**	3,367	(25.5)	**4,946**	7,051	(29.9)
	263,188	230,246	14.3	**513,427**	453,248	13.3
Transfer from cash flow hedge reserve - derivatives	**(9,422)**	(5,520)	70.7	**(12,865)**	(5,719)	125.0
Hedge re-designation	**-**	2,353	NM	**-**	4,405	NM
Other adjustments to cost of sales:						
- Fair value (gain)/loss on cocoa bean derivatives	**(2,478)**	8,064	NM	**(2,059)**	7,796	NM
- Fair value loss/(gain) on foreign exchange derivatives	**1,837**	(380)	NM	**2,470**	1,212	103.8
Net foreign exchange loss	**1,731**	190	811.1	**6,244**	71	NM
Cost of Sales	**254,856**	234,953	8.5	**507,217**	461,013	10.0

Note 3 - Finance Costs (Net)

	2Q ended 30 June			Half Year ended 30 June		
	2009	2008	Change	**2009**	2008	Change
	US$'000	US$'000	%	**US$'000**	US$'000	%
Interest Expense	**3,534**	4,064	(13.0)	**7,336**	7,616	(3.7)
Transfer from cash flow hedge - interest rate swaps	**613**	289	112.1	**1,071**	315	240.0
	4,147	4,353	(4.7)	**8,407**	7,931	6.0
Net foreign exchange loss/(gain)	**7**	(7)	NM	**(6)**	27	NM
Total finance costs	**4,154**	4,346	(4.4)	**8,401**	7,958	5.6

Note 4 - Profit before Income Tax

Profit before income tax is arrived after (deducting)/crediting the following:

	2Q ended 30 June			Half Year ended 30 June		
	2009	2008	Change	**2009**	2008	Change
	US$'000	US$'000	%	**US$'000**	US$'000	%
Depreciation of property, plant and equipment	**(4,814)**	(4,624)	4.2	**(9,265)**	(8,749)	5.9
Amortisation of intangible assets	**(110)**	(131)	(16.0)	**(227)**	(253)	(10.3)
Net foreign exchange (loss)/ gain	**(1,212)**	(2,390)	(49.3)	**(5,744)**	2,034	NM
Over/(Under) provision of tax in prior years	**136**	76	81.3	**318**	(167)	NM
Gain on disposal of property, plant and equipment	**18**	141	(87.2)	**22**	157	(86.0)
Impairment loss on trade receivables	**(53)**	(1)	NM	**(53)**	(3)	NM
Inventories written off	**(246)**	(241)	2.1	**(484)**	(640)	(24.4)
Allowance made for inventory obsolescence	**(241)**	(144)	67.4	**(405)**	(320)	26.6

Note 5 - EBITDA

	2Q ended 30 June			Half Year ended 30 June		
	2009	2008	Change	**2009**	2008	Change
	US$'000	US$'000	%	**US$'000**	US$'000	%
Profit Before Tax	**6,598**	4,514	46.2	**11,043**	6,788	62.7
Interest expense	**4,147**	4,352	(4.7)	**8,407**	7,930	6.0
Fair value loss on interest rate derivatives	**(20)**	-	NM	**214**	-	NM
Interest income	**(25)**	(34)	(26.5)	**(62)**	(76)	(18.4)
Depreciation of property, plant and equipment	**4,814**	4,624	4.1	**9,265**	8,749	5.9
Amortisation of intangible assets	**110**	131	(16.0)	**227**	253	(10.3)
EBITDA	**15,624**	13,587	15.0	**29,094**	23,644	23.1
Adjusted for:						
- Hedge re-designation	**-**	2,353	NM	**-**	4,405	NM
Adjusted EBITDA	**15,624**	15,940	(2.0)	**29,094**	28,049	3.7

Note 6 - Earnings per Share

Basic and diluted earnings per share is calculated by dividing the net profit attributable to equity holders of the Company by the weighted average number of ordinary shares in issue during the financial year.

	2Q ended 30 June			Half Year ended 30 June		
	2009	2008	Change	**2009**	2008	Change
	US$'000	US$'000	%	**US$'000**	US$'000	%
Net profit attributable to shareholders	**6,055**	3,885	55.9	**10,368**	6,774	53.1
Adjustment for:						
- Hedge re-designation (net of tax)	**-**	2,118	NM	**-**	3,965	NM
Adjusted net profit	**6,055**	6,003	0.9	**10,368**	10,739	(3.5)
Weighted average number of ordinary shares	**532,277**	**532,277**		**532,277**	532,277	
Basic and diluted earnings per share (US cents)						
- Before adjustments	**1.14**	0.73	55.9	**1.95**	1.27	53.1
- After adjustments	**1.14**	1.13	0.9	**1.95**	2.02	(3.5)

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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.

		Group		Company	
		30-Jun-09	31-Dec-08	**30-Jun-09**	31-Dec-08
	Notes	**US$'000**	US$'000	**US$'000**	US$'000
ASSETS					
Current assets					
Cash and cash equivalents		**36,469**	16,391	**29,160**	5,847
Derivative assets		**3,082**	932	**552**	932
Trade receivables		**125,871**	90,039	**179,105**	161,643
Inventories	1	**274,760**	220,388	**4,051**	2,985
Other current assets		**18,782**	32,065	**6,691**	19,710
		458,964	359,815	**219,559**	191,117
Non-current assets					
Investments in subsidiaries		**-**	-	**103,114**	98,874
Investments in associated companies		**1,937**	1,773	**3,000**	3,000
Receivables from subsidiaries		**-**	-	**33,622**	17,490
Loans to associated company		**2,316**	2,348	**-**	-
Property, plant and equipment	2	**262,682**	238,551	**1,201**	1,521
Intangibles assets		**21,930**	22,156	**1,784**	1,784
Deferred income tax assets		**11,179**	5,991	**-**	-
Other non-current assets		**769**	501	**-**	-
		300,813	271,320	**142,721**	122,669
Total Assets		**759,777**	631,135	**362,280**	313,786
LIABILITIES					
Current liabilities					
Trade payables		**123,782**	53,356	**58,608**	14,461
Other payables		**32,397**	29,161	**10,257**	4,880
Derivative liabilities		**6,611**	10,545	**6,611**	6,676
Current income tax liabilities		**3,560**	2,719	**1,012**	1,476
Borrowings	3	**217,023**	165,053	**73,513**	73,465
		383,373	260,834	**150,001**	100,958
Non-current liabilities					
Borrowings	3	**160,169**	155,323	**88,269**	86,010
Deferred income tax liabilities		**6,764**	6,957	**291**	418
Provisions for other liabilities and charges		**5,509**	4,774	**-**	-
		172,442	167,054	**88,560**	86,428
Total liabilities		**555,815**	427,888	**238,561**	187,386
NET ASSETS		**203,962**	203,247	**123,719**	126,400
Capital and reserves attributable to the Company's equity holders					
Share capital		**95,767**	95,767	**95,767**	95,767
Foreign currency translation reserve		**(8,453)**	(13,089)	**-**	-
Other reserves		**637**	4,755	**(1,715)**	(1,891)
Retained earnings		**101,068**	96,129	**29,667**	32,524
		189,019	183,562	**123,719**	126,400
Minority interests		**14,943**	19,685	**-**	-
Total equity		**203,962**	203,247	**123,719**	126,400

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Explanatory notes on statement of Financial Position

Note 1 - Inventories

New 3rd Party agency lines and higher cocoa beans carried resulted in higher inventories for both divisions as shown below:

	30 June 2009	31 December 2008
	US$'000	**US$'000**
Cocoa Ingredients	**224,423**	187,195
Branded consumer	**50,337**	33,193
	274,760	220,388

Note 2 - Property, Plant and Equipment

Capital expenditure for 1H 2009 totaled US$29.0 million of which US$19.7 million was for the completion of Europe's investment program. To ensure that the objective of reduced spending in 2009 is achieved, the Group will significantly reduce capital expenditure to only the most critical and immediately income-generating.

	2Q 2009	1H 2009
	US$'000	**US$'000**
Cocoa Ingredients	12,313	23,391
Branded consumer	4,512	5,587
	16,825	**28,978**

Note 3 - Borrowings

	Group		Company	
	30-Jun-09	31-Dec-08	**30-Jun-09**	31-Dec-08
	US$'000	US$'000	**US$'000**	US$'000
(a) Current				
Bank overdraft	**33,627**	30,692	**-**	180
Bank loans	**35,926**	29,110	**799**	-
Lease liabilities	**604**	945	**154**	154
Trade Finance	**146,866**	104,306	**72,560**	73,131
	217,023	165,053	**73,513**	73,465
(b) Non Current				
Bank loans	**94,480**	89,281	**22,650**	20,000
MTN	**65,459**	65,773	**65,459**	65,773
Lease Liabilities	**230**	269	**160**	237
	160,169	155,323	**88,269**	86,010
Total borrowings	**377,192**	320,376	**161,782**	159,475

During 1H 2009, the Group raised an additional US$21.5 million from term loans which were used to refinance part of working capital and fund capital expenditures. This reflected the Group's ongoing initiatives to manage liquidity risks by:

1. Extending the debt maturity profile to match the financing and investment needs of business; and

2. To further reduce reliance on short term working capital facilities.

In line with the increase in inventories as disclosed in Note 1, trade finance was higher by US$42.6 million.

Note 4 - Key Ratios

	Group	
	30-Jun-09	31-Dec-08
Current Ratio	**1.20**	1.38
Average Inventory Days	**89**	74
Average Receivable Days	**34**	29
Net Debt to Equity	**1.67**	1.50
Adjusted Net Debt to Equity*	**0.63**	0.66

* Note: The Adjusted Net Debt to Equity Ratio is adjusted for banking facilities (excluding Trade Finance & MTN) which are used to finance cocoa beans/raw materials inventories.

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

	Group		Company	
	30-Jun-09	31-Dec-08	**30-Jun-09**	31-Dec-08
Amount repayable in one year or less, or on demand				
- Secured	**75,223**	44,296	**154**	154
- Unsecured	**141,800**	120,757	**73,359**	73,311
	217,023	165,053	**73,513**	73,465
Amount repayable after one year				
- Secured	**49,187**	54,057	**160**	237
- Unsecured	**110,982**	101,266	**88,109**	85,773
	160,169	155,323	**88,269**	86,010

Details of collateral

Total bank borrowings of US$124.4 million obtained by Group are secured on trade receivables, inventory, property, plant and equipment and legal mortgages of land and properties.

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

	Notes	Half Year ended	
		30-Jun-09	30-Jun-08
		US$'000	US$'000
Cash flows from operating activities			
Profit before tax		**11,043**	6,788
Adjustments:			
Depreciation & amortisation		**9,492**	9,002
Gain on disposals of property, plant and equipment		**(22)**	(157)
Interest (income)		**(62)**	(75)
Interest expense		**8,406**	7,931
Fair value of inventories		**-**	(10,378)
Fair value of derivatives		**11,101**	(3,899)
Net foreign exchange (gain)/loss		**(5)**	27
Share of (gain)/loss from associated companies		**(59)**	233
Operating cash flow before working capital changes		**39,894**	9,472
Change in working capital, net of effects from acquisition of subsidiaries			
Inventories		**(54,370)**	(60,955)
Trade and other receivables		**(36,580)**	(19,601)
Trade and other payables		**62,859**	4,994
Cash generated from operations		**11,803**	(66,090)
Interest received		**62**	75
Interest paid		**-**	(2,971)
Income tax paid		**(5,171)**	(2,646)
Net cash provided by/(used in) operating activities		**6,694**	(71,632)
Cash flows from investing activities			
Purchases of property, plant and equipment		**(28,978)**	(26,286)
Payments for patents & trademarks		**(19)**	(34)
Loan to associated companies		**-**	110
Proceeds from disposals of property, plant and equipment		**60**	445
Net cash used in investing activities		**(28,937)**	(25,765)
Cash flows from financing activities			
Proceeds from borrowings		**21,477**	29,854
Proceeds from trade finance and short term advances		**42,560**	82,800
Proceeds from issuance of Medium Term Notes		**-**	14,000
Repayments of borrowings		**(10,132)**	(7,284)
Repayment of lease liabilities – net		**(433)**	(479)
Interest paid		**(8,360)**	(4,960)
Dividend paid to equity holders of company		**(5,429)**	(5,429)
Net cash provided by financing activities		**39,683**	108,502
Net increase in cash and cash equivalents		**17,440**	11,105
Cash and cash equivalents at the beginning of the financial year		**(14,301)**	(31,775)
Net effect of exchange rate changes in consolidating subsidiaries		**(297)**	(792)
Cash and cash equivalents at the end of the financial period		**2,842**	(21,462)

For the purposes of presenting the consolidated cash flow statement, the consolidated cash and cash equivalent comprise of the following:

	30-Jun-09	30-Jun-08
	US$'000	US$'000
Cash and bank balances	**36,469**	5,393
Less: Bank overdrafts	**(33,627)**	(26,855)
	2,842	(21,462)

Consolidated Statement of Comprehensive Income

	2Q ended 30 June		Half Year ended 30 June	
	2009	2008	**2009**	2008
	US$'000	US$'000	**US$'000**	US$'000
Profit for the period	**5,019**	3,440	**8,322**	5,157
Fair value gains on cash flow hedges	**2,450**	8,062	**3,182**	6,725
Transfers to income statement	**(11,763)**	(6,265)	**(11,435)**	(8,343)
Tax on fair value adjustments	**2,740**	234	**2,082**	582
Currency translation gain/(loss)	**9,814**	(558)	**3,993**	4,332
Other comprehensive expense for the period	**3,241**	1,473	**(2,178)**	3,296
Total comprehensive income for the period	**8,260**	4,913	**6,144**	8,453
Attributable to:				
Shareholders of the Company	**10,723**	3,638	**10,886**	7,040
Minority interests	**(2,463)**	1,275	**(4,742)**	1,413
	8,260	4,913	**6,144**	8,453

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

Consolidated Statement of Changes in Equity for the Group

	Attributable to equity holders of the Company							
	Share capital	**Foreign Currency translation reserve**	**Cash flow hedge reserve**	**General reserve**	**Retained earnings**	**Total**	**Minority interest**	**Total equity**
The Group	US$'000	US$'000	US$'000	US$'000	US$'000		US$'000	US$'000
1Q 2009								
At 1 January 2009	95,767	(13,089)	3,217	1,538	96,129	183,562	19,685	203,247
Total comprehensive income for the quarter	-	(3,858)	(292)	-	4,313	163	(2,279)	(2,116)
At 31 March 2009	95,767	(16,947)	2,925	1,538	100,442	183,725	17,406	201,131
2Q 2009								
At 1 April 2009	95,767	(16,947)	2,925	1,538	100,442	183,725	17,406	201,131
Total comprehensive income for the quarter	-	8,494	(3,826)	-	6,055	10,723	(2,463)	8,260
Final dividend relating to 2008	-	-	-	-	(5,429)	(5,429)	-	(5,429)
At 30 June 2009	95,767	(8,453)	(901)	1,538	101,068	189,019	14,943	203,962
1Q 2008								
At 1 January 2008	95,767	(175)	(1,070)	1,178	93,076	188,776	17,672	206,448
Total comprehensive income for the quarter	-	3,580	(3,067)	-	2,889	3,402	138	3,540
At 31 March 2008	95,767	3,405	(4,137)	1,178	95,965	192,178	17,810	209,988
2Q 2008								
At 1 April 2008	95,767	3,405	(4,137)	1,178	95,965	192,178	17,810	209,988
Total comprehensive income for the quarter	-	(2,278)	2,031	135	3,750	3,638	1,275	4,913
Final dividend relating to 2007	-	-	-	-	(5,429)	(5,429)	-	(5,429)
At 30 June 2008	95,767	1,127	(2,106)	1,313	94,286	190,387	19,085	209,472

Statement of Changes in Equity for the Company

	Share capital	Cash flow hedge reserve	Retained earnings	Total equity
	US$'000	US$'000	US$'000	US$'000
The Company				
1Q 2009				
At 1 January 2009	95,767	(1,891)	32,524	126,400
Total comprehensive income for the quarter	-	(1,814)	(423)	(2,237)
At 31 March 2009	95,767	(3,705)	32,101	124,163
2Q 2009				
At 1 April 2009	95,767	(3,705)	32,101	124,163
Total comprehensive income for the quarter	-	1,990	2,995	4,985
Final dividend relating to 2008	-	-	(5,429)	(5,429)
At 30 June 2009	95,767	(1,715)	29,667	123,719
1Q 2008				
At 1 January 2008	95,767	(1,067)	38,451	133,151
Total comprehensive income for the quarter	-	(2,788)	(402)	(3,190)
At 31 March 2008	95,767	(3,855)	38,049	129,961
2Q 2008				
At 1 April 2008	95,767	(3,855)	38,049	129,961
Total comprehensive income for the quarter	-	(2,103)	2,742	639
Final dividend relating to 2007	-	-	(5,429)	(5,429)
At 30 June 2008	95,767	(5,958)	35,362	125,171

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.

For 1H ended 30 June 2009, there was no change in the issued and paid up share capital of the Company.

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

	30.06.09	31.12.2008
Number of issued shares excluding treasury shares ('000)	**532,277**	532,277

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.

There were no sales, transfers, disposal, cancellation and/or use of treasury shares as at 30 June 2009 (31 December 2008: Nil). The Company does not have any treasury shares.

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.

3. Whether the figures have been audited or reviewed, the auditors' report (including qualifications or emphasis of 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 paragraph 5 below, the Company and the Group have applied the same accounting policies and methods of computation in the preparation of the financial statements for the current reporting period compared with those for the audited financial statements for the year ended 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, and the effect of, the change

The Group adopted the new/revised Financial Reporting Standards (FRS) and Interpretations of FRS ("INT FRS") that are effective for annual periods beginning on or after 1 January 2009. Changes to the Group's accounting policies have been made as required, in accordance with the transitional provisions in the respective FRS and INT FRS.

The following are the new or amended FRS that are relevant to the Group:

1.	FRS 1 (Revised)	Presentation of Financial Statements
2.	Amendments to FRS 23	Borrowing Costs
3.	FRS 108	Operating Segments

The adoption of the above FRS did not result in any substantial change to the Group's accounting policies nor any significant impact on the financial statements.

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

		2Q ended 30 June		**Half Year ended 30 June**	
		2009	2008	**2009**	2008
(i)	Based on weighted average number of ordinary shares in issue - (US cents)				
	- Before exceptional item	1.14	1.13	1.95	2.02
	- After exceptional item	1.14	0.73	1.95	1.27
(ii)	On a fully diluted basis - (US cents)				
	- Before exceptional item	1.14	1.13	1.95	2.02
	- After exceptional item	1.14	0.73	1.95	1.27

<u>Notes</u>

1. Basic earnings per share for 2Q 2009 is computed based on 532,277,000 shares (2Q 2008: 532,277,000 shares).
2. There are no potentially dilutive ordinary shares as at 30 June 2009 and 30 June 2008 respectively.
3. For detail calculation, refer to para 1(a)(i) note 6 of the Explanatory Notes on Income Statement.

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

	Group		Company	
	30 Jun 09	31 Dec 08	**30 Jun 09**	31 Dec 08
Net asset value per ordinary share based on issued share capital - (US cents)	**35.5**	34.5	**23.2**	23.7

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

PETRA FOODS LIMITED

(Registration no. 198403096C)

Key Figures for the Group (unaudited)

	2Q ended 30 June			Half Year ended 30 June		
	2009	2008	%	**2009**	2008	%
	US$'000	US$'000		**US$'000**	US$'000	
Cocoa Ingredients	**216,947**	202,340	7.2	**434,724**	392,882	10.7
Branded Consumer	**72,519**	64,197	13.0	**136,517**	123,194	10.8
REVENUE	**289,466**	266,537	8.6	**571,241**	516,076	10.7
Cocoa Ingredients	**6,570**	7,685	(14.5)	**11,906**	10,876	9.5
Branded Consumer	**9,054**	8,255	9.7	**17,188**	17,173	0.1
Adjusted EBITDA	**15,624**	15,940	(2.0)	**29,094**	28,049	3.7
Adjustments (refer to Note 5 page 4)	**-**	(2,353)	NM	**-**	(4,405)	NM
EBITDA	**15,624**	13,587	15.0	**29,094**	23,644	23.1
Finance Costs	**(4,154)**	(4,346)	(4.4)	**(8,401)**	(7,958)	5.6
Adjusted Profit before tax	**6,598**	6,867	(3.9)	**11,043**	11,193	(1.3)
Adjustments (refer to Note 5 page 4)	**-**	(2,353)	NM	**-**	(4,405)	NM
Profit before tax	**6,598**	4,514	46.2	**11,043**	6,788	62.7
Adjusted net profit attributable to shareholders	**6,055**	6,003	0.9	**10,368**	10,739	(3.5)
Adjustments (refer to Note 6 page 5)	**-**	(2,118)	NM	**-**	(3,965)	NM
Net profit attributable to shareholders	**6,055**	3,885	55.9	**10,368**	6,774	53.1

Key Indicators by Business Segments

	2Q ended 30 June			Half Year ended 30 June		
	2009	2008	%	**2009**	2008	%
Branded Consumer						
Gross Profit Margin	**28.6%**	29.5%	(0.9)	**28.8%**	30.1%	(1.3)
Cocoa Ingredients						
Sales volume (MT)	**50,984**	51,699	(1.4)	**103,754**	106,624	(2.7)
Capacity utilisation				80.4%	92.0%	(11.6 pt)

	6-month moving average ended 30 June		
	2009	2008	%
	US$	US$	
Exclude the effect of hedge re-designation			
EBITDA/metric ton	**115**	102	12.5
Include the effect of hedge re-designation			
EBITDA/metric ton	**115**	61	88.5

PETRA FOODS LIMITED

(Registration no. 198403096C)

Review of Group 1st Half 2009 Financial Performance

Despite the still weak economic conditions globally, the Group achieved strong financial performance in 1H 2009 with revenues of US$571.2 million and EBITDA of US$29.1 million generated - representing a Year-on-Year (Y-o-Y) growth of 10.7% and 23.1% respectively.

The Group's strong profit performance can be attributed to the following:

1. Good performance achieved by the Group's core businesses of Branded Consumer and Cocoa Ingredients (Asia and Latin America); and

2. The absence of any FRS 39 Hedge Re-designation charge (FRS 39 Accounting Charge) compared to 1H 2008's charge of US$4.4 million (of which US$2.0 million had been recognized in 1Q 2008 and US$2.4 million in 2Q 2008). To recap, this US$4.4 million charge was part of the US$5.6 million which the Group incurred in Financial Year 2008 as a result of the change from Fair Value Hedge to Cash Flow Hedge for the Cocoa Ingredients Division.

A key point to highlight is that the Group's performance would have been significantly stronger if not for the weaker regional currencies which had the impact of distorting the local currency performance when translated into the Group's reporting currency in US Dollars. For example, the Indonesian Rupiah in 1H 2009 was weaker by 21% on a Y-o-Y basis.

To better illustrate the underlying performance of the Group and, more specifically, our Branded Consumer Division, we have shown, in the table below, the Group's performance adjusted for the translational impact on our Branded Consumer Division by using the 1H 2008 exchange rates.

Financial Performance of the Group (1H 2009 vs. 1H 2008)

	1H 2009 (US$ Million)	1H 2008 (US$ Million)	% change Year on Year	% chg Y-o-Y In Constant Exchange Rates *
Branded Consumer	136.5	123.2	10.8%	29.8%
Cocoa Ingredients	434.7	392.9	10.6%	10.6%
Total Revenue	**571.2**	**516.1**	**10.7%**	**15.2%**
Branded Consumer	17.2	17.2	0.1%	20.7%
Cocoa Ingredients	11.9	10.8	9.5%	9.5%
Group EBITDA before FRS Accounting Charge	**29.1**	**28.0**	**3.7%**	**16.3%**
FRS 39 Accounting Charge	-	(4.4)	N/M	N/M
Total EBITDA	**29.1**	**23.6**	**23.0%**	**38.0%**

Note: * For comparative purposes only, this shows the effect of using the respective exchange rates of the regional currencies in 1H 2008 in translating the Branded Consumer Division's 1H 2009 results.

Review of Group 2Q 2009 Financial Performance

Financial Performance of the Group (2Q 2009 vs. 2Q 2008)

	2Q 2009 (US$ Million)	2Q 2008 (US$ Million)	% change Year on Year	% chg Y-o-Y In Constant Exchange Rates *
Branded Consumer	72.5	64.2	13.0%	30.0%
Cocoa Ingredients	216.9	202.3	7.2%	7.2%
Total Revenue	**289.5**	**266.5**	**8.6%**	**12.7%**
Branded Consumer	9.1	8.3	9.7%	29.1%
Cocoa Ingredients	6.5	7.7	(14.5%)	(14.5%)
Group EBITDA before FRS Accounting Charge	**15.6**	**16.0**	**(2.0%)**	**8.1%**
FRS 39 Accounting Charge	-	(2.4)	N/M	N/M
Total EBITDA	**15.6**	**13.6**	**15.0%**	**26.8%**

Note: * For comparative purposes only, this shows the effect of using the respective exchange rates of the regional currencies in 2Q 2008 in translating the Branded Consumer Division's 2Q 2009 results.

The drivers of the Group's 2Q 2009 EBITDA growth was (1) the strong performance of the Group's core businesses with higher sales volumes and higher margins achieved; and (2) the absence of the FRS 39 Accounting Charge. More significantly, if not for the weaker regional currencies which had the impact of distorting the growth rate of Branded Consumer's performance, the Group's EBITDA would have been higher by 26.8% YoY, vs. the 15.0% reported.

Review of the Core Businesses' 2Q 2009 Financial Performance

Key Financial Highlights of the Core Businesses - Excluding Europe (2Q 2009 vs. 2Q 2008)

	2Q 2009 (US$ Million)	2Q 2008 (US$ Million)	% change Year on Year	% chg Y-o-Y In Constant Exchange Rates *
Branded Consumer	72.5	64.2	13.0%	30.0%
Core Cocoa (Asia & Latin America)	143.6	130.4	10.1%	10.1%
Revenue	**216.1**	**194.6**	**11.1%**	**16.7%**
Branded Consumer	9.1	8.3	9.7%	29.1%
Core Cocoa (Asia & Latin America)	8.4	7.6	11.3%	11.3%
EBITDA (before FRS 39 Accounting Charge)	**17.5**	**15.9**	**10.4%**	**20.6%**
Branded Consumer	9.1	8.3	9.7%	29.1%
Core Cocoa (Asia & Latin America)	8.4	5.2	61.3%	61.3%
EBITDA (after FRS 39 Accounting Charge)	**17.5**	**13.5**	**29.7%**	**41.6%**

Note: * For comparative purposes only, this shows the effect of using the respective exchange rates of the regional currencies in 2Q 2008 in translating the Branded Consumer Division's 2Q 2009 results.

Branded Consumer Division

Key Financial Highlights (2Q 2009 vs. 2Q 2008)

	2Q 2009 (US$ Million)	2Q 2008 (US$ Million)	% change Year on Year	% chg Y-o-Y In Constant Exchange Rates*
Indonesia	46.6	47.3	(1.4%)	16.0%
The Regional Markets	25.9	16.9	53.3%	69.3%
Branded Consumer Revenue	**72.5**	**64.2**	**13.0%**	**30.0%**
Gross Profit Margin (%)	28.6%	29.5%	(0.9%)	Weighted lower by new 3rd Party Agencies
EBITDA	**9.1**	**8.3**	**9.7%**	**29.1%**

Note: * For comparative purposes only, this shows the effect of using the respective exchange rates of the regional currencies in 2Q 2008 in translating the Branded Consumer Division's 2Q 2009 results.

For the Branded Consumer Division, the key highlights of the Division's 2Q 2009 performance are:

- In local currency terms, the Division's performance was significantly stronger with revenue growth of 30.0% and EBITDA growth of 29.1% achieved.
- For the Division as a whole, the growth was driven by the higher volume growth of our Own Brands and 3rd Party Brands products, as well as higher quarter-on-quarter (Q-on-Q) Own Brands margins achieved in 2Q 2009.

Core Operations in Indonesia

For Own Brands in Indonesia, we achieved double digit sales growth (in local currency terms) with higher sales generated in the Premium segment as a result of our marketing initiatives and new products launched over the last 15 months. For the Premium segment, the strong sales momentum from the last financial year is carrying through to 2Q 2009.

For 3rd Party Brands sales in Indonesia, the strong double digit revenue growth achieved was driven by organic growth for the existing agencies.

The Regional Markets

Reflecting the success of the Division's strategy of growing Own Brands and 3rd Party Brands distribution in the regional markets, contributions from the regional markets grew to form 35.7% of the Division's 2Q 2009 revenue (versus 26.3% a year ago) and achieved revenue growth of 53.3% Y-o-Y (in US$ terms).

The Philippines operations achieved strong double digit revenue growth (in local currency terms) in Own Brands sales and contributed 7.3% of the Division's 2Q 2009 revenue. For Own Brands, the growth can be attributed to the successful launch of new products and our success in gaining greater penetration into the different channels and regions in the archipelago.

The growth of 3rd Party Brands distribution was not only due to new agencies secured but also from the existing agencies in the Philippines, Singapore and Malaysia where we have now successfully developed the size of the distribution business and grown in scale.

Profit Performance

The EBITDA growth of 29.1% Y-o-Y growth achieved (in local currency terms) was driven by the strong revenue growth of Own Brands and 3rd Party Brands. Furthermore in the period under review, we had achieved higher Q-on-Q Own Brands gross profit margin as a result of the price increase implemented in March 2009 and cost containment initiatives.

For 2Q 2009, the revenue contribution from 3rd Party Brands distributed formed 54% of the Branded Consumer Division's revenue, compared to 44.6% previously. This business whilst making a positive profit contribution has the impact of lowering the blended Gross Profit Margin computation. The Y-o-Y decline of 0.9 percentage point in the blended gross profit margin, therefore, is due to higher revenue contribution from 3rd Party Brands on the back of new large agency lines secured.

Cocoa Ingredients Division

Core Cocoa Ingredients Division (Asia & Latin America)

Key Financial Highlights for (2Q 2009 vs 2Q 2008)

	2Q 2009 (US$ Million)	2Q 2008 (US$ Million)	% change Year on Year
Revenue	143.6	130.4	10.1%
EBITDA	8.4	7.6	11.3%
EBITDA/mt (6 months moving average) in US$	197	162	21.6%
Sales volume (mt)	40,315	38,238	5.4%

Note: - The 2Q 2008 EBITDA figure excludes the negative US$2.4 million effect of FRS 39 Accounting Charge.

The Group's Core Cocoa Ingredients operations achieved good profit performance with EBITDA growth of 11.3% to US$8.4 million, principally driven by the 21.6% improvement in EBITDA yield from US$162/mt in 2Q 2008 to US$197/mt in 2Q 2009. The higher EBITDA yield reflected the higher product pricing for our premium cocoa ingredients and our ability to pass on price increases. New markets penetrated and strong demand from global customers were the key drivers of the 5.4% Y-o-Y increase in sales volume.

The Europe Cocoa Ingredients Operations

Our state-of-the-art cocoa ingredients processing facility in Hamburg was commissioned in April 2009 and commenced commercial production in May 2009. Europe's 2Q 2009 net loss of US$2.2 million and 1H 2009 net loss of US$4.3 million reflected the facility at its pre-operating stage.

More significantly, we have begun delivering products manufactured in our state-of-the art Hamburg facility to customers in June and have increased our sales initiatives. The Hamburg plant has already received quality accreditations from some of our major customers. The ISO 22000 certification obtained by our Hamburg plant has played a major part in the achievement of these accreditations.

Financial strategies to minimize risks under the current Global Financial Environment

Given the continuing turmoil in the global financial environment, the Group's prudent risk management strategy resulted in the following achieved in 2Q 2009:

1. Reduced the Group's adjusted net debt/equity level to 0.63x from 0.66x for FY2008;

2. Reduced reliance on short term borrowings to fund working capital requirements - The percentage of short term borrowing to total borrowings is currently at 48% which is a significant reduction from 79% two years ago; and

3. Re-balanced debt portfolio to reduce exposure to credit refinancing risk with only US$48 million due for repayment over 2009/2010.

In this environment of increased operating risks, we will continue to tightly manage our risks. The table below illustrates the identified risks for the Group in the current credit crunch but more significantly, what we believe to be the mitigating factors for the Group.

The Credit Crunch - Risks & Mitigants

Liquidity Risk	▪ Reduced exposure to liquidity or refinancing risk 1. Of total loans, only 7% is due for repayment in 2009. Can be refinanced through internal cash flows 2. Of the working capital facilities, no significant amount is due for renewal ▪ Preventive action already taken: 1. Pursue options in the debt capital market to further reduce reliance on short term working capital facilities; and 2. Continued application of the Group's financing strategy which includes extending the debt maturity profile to match the financing and investment needs of the business
Credit Financing (Bank Exposure Risk)	▪ Diversified sources of credit - The Group has more than 10 banks on the panel ▪ In compliance with debt covenants ▪ Our panel of banks have assured us that the Group's credit facilities (i.e. working capital and term loans) will continue to operate ▪ Our Trade Finance facilities are used in the significant value add process of transforming cocoa beans to customized cocoa ingredients - favored by financial institutions as these facilities are used to fund highly liquid and hedged assets; backed by committed sales contracts ▪ Credit headroom of US$144 million or 28% of available credit lines ▪ The expansion in Europe was funded through committed credit lines ▪ Preventive action already taken: ✓ Exploring means of increasing credit headroom for contingencies. For example, working with several existing and new financial institutions to participate in our working capital financing

Cash Flow Risk	▪ Core businesses generating strong operating cash flows ▪ With the completion of the Europe investment programme, significantly lower capital expenditure for the rest of 2009 - The Group is expected to generate positive free cash flow ▪ Action taken to further strengthen the Group's cash flow: 1. Improve working capital cycle through tighter working capital management; and 2. Deferring any capital expenditure that is not immediately income generating.
Counterparty Risk	▪ Source cocoa beans through multiple suppliers to minimize supply risk ▪ In the event of any potential supply interruption from one of our suppliers, this risk can be effectively managed through our other suppliers ▪ Minimal exposure to our cocoa bean suppliers and trading houses if all committed positions were to be liquidated ▪ There have been no counterparty defaults to-date and we continue to monitor and minimize these risks ▪ Preventive action already taken: ✓ Tightened credit checks and controls on receivables collection to minimize our exposure and maximize collections
Foreign Currency Risk	▪ Minimize risk through matching borrowings with functional currency revenue 1. For Cocoa Ingredients (Asia & Latin America) - USD revenue matches USD borrowings 2. For Cocoa Ingredients (Europe) - Euro revenue matches Euro borrowings 3. For Branded Consumer - Local currency revenue (e.g. Rupiah) matches local currency borrowings (eg. Rupiah) ▪ For the Indonesian operations, the impact of currency movement on raw material purchases is managed through price increases and cost reductions

Operating Expenses

The increase in selling and distribution expenses and administrative expenses by US$2.1 million and US$0.4 million respectively can be attributed to the higher Group revenue achieved supported by advertising and promotion and strengthening of manpower to cater for the Group's expanded business.

Finance Cost

Finance cost for 2Q 2009 was US$0.2 million lower Y-o-Y despite higher borrowings during the quarter. This arose from interest savings from sliding Euribor and Libor rates which offset the impact of increased borrowings.

Review of Financial Position and Cash Flow

Balance Sheet as at	30-Jun-09	31-Dec-08	Change
	US$'000	US$'000	US$'000
Total Assets	**759,777**	631,135	128,642
Current assets	**458,964**	359,815	99,149
Non-current assets	**300,813**	271,320	29,493
Total Borrowings	**377,192**	320,376	56,816
Shareholders' Equity	**189,019**	183,562	5,457
Net Working Capital	**75,591**	98,981	(23,390)

Shareholders' equity improved to US$189 million driven by:

(i) Strong 1H 2009 Group earnings; and

(ii) Strengthening of Rupiah and Euro against the United States Dollar in 2Q 2009 - resulting in the Foreign Currency Translation Reserve in Shareholders' Equity at US$(8.5) million vs US$(13.1) million as at end 2008.

Total assets was higher by US$128.6 million mainly attributable to: -

1. Higher receivables of $35.9 million which is in line with revenue growth;
2. Increased inventories level of US$54.4 million following new 3rd Party agencies secured and higher cocoa bean inventories carried for expanded capacity and seasonal factors; and
3. Capital expenditure of US$29.0 million of which US$19.7 million was for the completion of Europe's investment programme.

The higher working capital needs and capital expenditure was funded mainly by operating cash flow and trade finance. Additional trade finance of US$42.6 million resulted in net debt to equity increasing from 1.50x to 1.67x. Excluding the funding of cocoa bean inventories, the adjusted net debt to equity was maintained at 0.63x (end-2008: 0.66x).

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

The Group's results for 2Q and 1H ended 30 June 2009 are in line with the commentary made in Paragraph 10 of the Group 4Q 2008 and Full Year 2008 Unaudited Financial Statement and Dividend Announcement in February 2009.

10. A commentary at the date of the announcement of the 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.

For our Core Cocoa Ingredients Division, we expect the positive 1H momentum to continue into 2H 2009 while for Branded Consumer, we see the volume growth continuing and together with price increases implemented in March 2009, we expect the benefit to our Own Brands profit margin to continue into 2H 2009.

In 2H 2009, we expect lower losses for our Europe operations as we increase the production of the Hamburg facility (which started commercial operations in May 2009) to the optimum level. On a combined basis, we are positive on the Group's outlook for the remainder of 2009.

11. Dividend

a. Current Financial Period Reported On

Any dividend declared for the current financial period reported on? **Yes**

Name of Dividend	Interim
Dividend Type	Cash
Dividend Amount per share (in Singapore cents)	1.48 cents per ordinary share (one-tier tax exempt)
Tax Rate	N.A.

As the Directors are confident of the Group's long term growth prospects, an interim dividend of 1.02 US cents (same as 2008) or 1.48 Singapore cents per share is declared based on 532,277,000 ordinary share issued, which will be payable on 15 September 2009.

Together with the final dividend for 2008 of 1.02 US cents or 1.55 Singapore cents paid on 20 May 2009, the total cash distributions received by Shareholders this year will amount to 2.04 US cents or 3.03 Singapore cents per share in 2009.

b. Corresponding Period of the Immediately Preceding Financial Year

Any dividend declared for the preceding financial period reported on? **Yes**

Name of Dividend	Interim
Dividend Type	Cash
Dividend Amount per share (in Singapore cents)	1.39 cents per ordinary share (one-tier tax exempt)
Tax Rate	N.A.

c. Date payable

The dividend is payable on 15 September 2009.

d. Books closure date

NOTICE IS ALSO HEREBY GIVEN that the Transfer Books and the Register of Members of the Company will be closed from 5:00 p.m. on 31 August 2009 ***(Books Closure Date)*** up to and including 1 September 2009 for the preparation of dividend warrants.

Duly completed registrable transfers received by the Company's Share Registrar, M&C Services Private Limited at 138 Robinson Road, #17-00 The Corporate Office, Singapore 068906 up to 5:00 p.m. on the Books Closure Date will be registered to determine shareholders' entitlements to the interim dividend. In respect of ordinary shares in securities accounts with The Central Depository (Pte) Limited ***(CDP)***, the interim dividend will be paid by the Company to CDP which will, in turn, distribute the interim dividend entitlements to the CDP account holders in accordance with its normal practice.

The interim dividend will be paid on 15 September 2009.

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

Not applicable

12. Segmental revenue and results

Segmental revenue and results continued

	Cocoa Ingredients	Branded Consumer	GROUP
1H ended 30 June 2009			
Sales	434,724	136,517	571,241
Inter-segment sales	10,501	-	10,501
	445,225	136,517	581,742
Elimination			(10,501)
			571,241
Segment results	4,989	14,396	19,385
Finance cost			(8,401)
Share of profit / (loss) from associates			59
Income tax expense			(2,721)
Net Profit			8,322
Assets and liabilities			
Segment assets	567,233	179,428	746,661
Associated companies			1,937
Unallocated assets			11,179
Consolidated total assets			**759,777**
Segment liabilities	117,553	50,746	168,299
Unallocated liabilities			387,516
Consolidated total liabilities			**555,815**
Other segment items			
EBITDA	11,916	17,188	29,104
Depreciation and amortisation	6,709	2,783	9,492
Capital expenditure	23,391	5,587	28,978
Sales volume (for Cocoa Ingredients only)	103,754	-	103,754

Segmental revenue and results continued

1H ended 30 June 2008	Cocoa Ingredients	Branded Consumer	GROUP
Sales	392,882	123,194	516,076
Inter-segment sales	8,683	-	8,683
	401,565	123,194	524,759
Elimination			(8,683)
			516,076
Segment results	698	14,281	14,979
Finance cost			(7,958)
Share of profit / (loss) from associates			(233)
Income tax expense			(1,631)
Net Profit			5,157
Assets and liabilities			
Segment assets	487,791	154,189	641,980
Associated companies			2,619
Unallocated assets			4,989
Consolidated total assets			**649,588**
Segment liabilities	361,978	65,725	427,703
Unallocated liabilities			12,413
Consolidated total liabilities			**440,116**
Other segment items			
EBITDA - incl. hedge redesignation	6,471	17,173	23,644
Depreciation and amortisation	5,588	3,159	8,747
Capital expenditure	25,212	1,074	26,286
Sales volume (for Cocoa Ingredients only)	106,624	-	106,624

Geographical segments

	Revenue		Non-current assets	
For half year ended 30 June	**2009**	2008	**2009**	2008
	US$'000	US$'000	**US$'000**	US$'000
Indonesia	**104,088**	100,275	**64,488**	74,950
Singapore	**34,475**	31,362	**1,472**	1,882
Philippines	**20,505**	18,866	**11,350**	10,932
Thailand	**5,785**	4,345	**3,906**	4,445
Malaysia	**26,131**	12,224	**55,060**	44,273
Japan	**39,287**	34,951	**-**	-
Middle East	**15,345**	16,585	**-**	-
Other countries in Asia	**14,797**	19,804	**-**	-
Australia	**17,935**	25,928	**-**	-
Europe	**195,600**	187,881	**124,183**	76,638
North America	**38,735**	20,364	**3,070**	3,142
South America	**42,258**	30,705	**26,105**	26,687
Africa	**16,300**	12,786	**-**	-
	571,241	516,076	**289,634**	242,949

13. Interested Person Transactions

	[1] Aggregate value of all transactions conducted under a shareholders' mandate pursuant to Rule 920 of the SGX Listing Manual	
	2Q 2009	**Half Year 2009**
	US$'000	US$'000
PT Freyabadi Indotama		
- Sales of goods	1,356	2,508
- Purchase of products	1,712	3,026
	3,068	**5,534**
PT Tri Keeson Utama		
- Sales of goods	**2,021**	**2,608**
PT Fajar Mataram Sedayu		
- Sales of goods	394	670
- Purchase of goods	126	228
	520	**898**
PT Sederhana Djaja		
- Lease of properties	14	28
	5,623	**9,068**

Note: [1] Aggregate value of all interested person transactions include transactions less than S$100,000.

BY ORDER OF THE BOARD

Lian Kim Seng/Evelyn Chuang
Secretaries