

**Third Quarter Financial Statements And Dividend Announcement**

The Board of Directors of Venture Corporation Limited wishes to make the following announcement:

Quarterly financial statements on consolidated results for the quarter ended September 30, 2016. These figures have not been audited or reviewed.

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

	Group			Group		
	3 months ended 30.09.2016 S\$'000	3 months ended 30.09.2015 S\$'000	% increase/ (decrease)	9 months ended 30.09.2016 S\$'000	9 months ended 30.09.2015 S\$'000	% increase/ (decrease)
<b>Revenue</b>	705,652	692,858	1.8	2,019,638	1,962,489	2.9
Other income	573	290	97.6	1,474	840	75.5
Changes in finished goods and work in progress, and raw materials used	(528,902)	(532,961)	(0.8)	(1,529,041)	(1,505,922)	1.5
Employee benefits expense	(73,577)	(67,998)	8.2	(210,935)	(197,724)	6.7
Depreciation and amortisation expense	(10,375)	(10,848)	(4.4)	(31,525)	(32,389)	(2.7)
Research and development expense (Note 1)	(9,962)	(11,835)	(15.8)	(24,388)	(33,959)	(28.2)
Foreign currency exchange gain (Note 2)	683	3,008	(77.3)	2,208	6,076	(63.7)
Other operating expenses	(27,982)	(24,902)	12.4	(79,919)	(72,934)	9.6
Investment revenue	641	553	15.9	2,198	1,981	11.0
Finance costs (interest expense on bank loans)	(195)	(258)	(24.4)	(679)	(728)	(6.7)
Share of profit of associates	117	132	(11.4)	1,724	914	88.6
<b>Profit before tax</b>	<b>56,673</b>	<b>48,039</b>	<b>18.0</b>	<b>150,755</b>	<b>128,644</b>	<b>17.2</b>
Income tax expense	(9,236)	(7,474)	23.6	(24,063)	(19,362)	24.3
<b>Profit for the period</b>	<b>47,437</b>	<b>40,565</b>	<b>16.9</b>	<b>126,692</b>	<b>109,282</b>	<b>15.9</b>
<b>Other comprehensive (loss) income:</b>						
<b>- Items may be reclassified subsequently to profit or loss</b>						
Exchange differences on translation of foreign operations	8,534	46,775	(81.8)	(44,183)	66,941	n.m.
Translation gain reclassified to profit or loss on loss of significant influence on an associate (Note 2)	-	-	n.m.	(2,108)	-	n.m.
Fair value gain (loss) on available-for-sale investments	34	(248)	n.m.	(56)	(330)	(83.0)
Fair value gain (loss) on cash flow hedge	61	-	n.m.	(91)	-	n.m.
<b>Total comprehensive income for the period</b>	<b>56,066</b>	<b>87,092</b>	<b>(35.6)</b>	<b>80,254</b>	<b>175,893</b>	<b>(54.4)</b>
<b>Profit attributable to:</b>						
Owners of the Company	47,398	40,547	16.9	126,628	109,173	16.0
Non-controlling interests	39	18	116.7	64	109	(41.3)
	<b>47,437</b>	<b>40,565</b>	<b>16.9</b>	<b>126,692</b>	<b>109,282</b>	<b>15.9</b>
<b>Total comprehensive income attributable to:</b>						
Owners of the Company	56,049	87,022	(35.6)	80,372	175,692	(54.3)
Non-controlling interests	17	70	(75.7)	(118)	201	n.m.
	<b>56,066</b>	<b>87,092</b>	<b>(35.6)</b>	<b>80,254</b>	<b>175,893</b>	<b>(54.4)</b>

**Note 1**

Research and development (R&D) expense refers to prototyping tooling, materials and its related services. It does not include R&D manpower costs which are separately recorded under Employee benefits expense.

**Note 2**

Foreign currency exchange gain includes S\$2.1 million translation gain reclassified to profit or loss due to loss of significant influence on an associate in Q2 2016.

1.(a)(ii) The profit after income tax includes the following (charges)/credits:

	Group			Group		
	3 months ended 30.09.2016 S\$'000	3 months ended 30.09.2015 S\$'000	% increase/ (decrease)	9 months ended 30.09.2016 S\$'000	9 months ended 30.09.2015 S\$'000	% increase/ (decrease)
Overprovision (Underprovision) of tax in respect of prior years	297	203	46.3	47	(44)	n.m.
Allowance for doubtful trade receivables	-	(41)	(100.0)	(3,763)	(141)	n.m.
Bad debt written off	(35)	-	n.m.	(35)	-	n.m.
Loss on disposal of property, plant and equipment, net	(25)	(60)	(58.3)	(108)	(358)	(69.8)
Inventories written off	(4,100)	(285)	n.m.	(4,731)	(2,399)	97.2

Note:

n.m. - not meaningful

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

	Group		Company	
	30.09.2016	31.12.2015	30.09.2016	31.12.2015
	S\$'000	S\$'000	S\$'000	S\$'000
<b>ASSETS</b>				
<b>Current assets:</b>				
Cash and bank balances	427,583	459,254	148,920	160,403
Trade receivables	555,747	570,407	155,903	111,496
Other receivables and prepayments	35,356	33,326	15,467	5,931
Inventories	615,891	556,471	50,916	52,753
Trade receivables due from subsidiaries	-	-	15,217	12,159
Other receivables due from subsidiaries	-	-	7,461	7,075
Income tax recoverable	5	60	-	-
<b>Total current assets</b>	<b>1,634,582</b>	<b>1,619,518</b>	<b>393,884</b>	<b>349,817</b>
<b>Non-current assets:</b>				
Investments in subsidiaries	-	-	1,227,849	1,227,849
Investments in associates	19,545	19,412	-	-
Available-for-sale investments	13,725	13,757	4,966	4,985
Other receivables	10,960	20,234	-	-
Property, plant and equipment	195,387	186,481	39,259	39,885
Intangible assets	7,360	21,510	1,069	2,218
Goodwill	639,708	639,708	-	-
Deferred tax assets	7,400	7,697	-	-
<b>Total non-current assets</b>	<b>894,085</b>	<b>908,799</b>	<b>1,273,143</b>	<b>1,274,937</b>
<b>Total assets</b>	<b>2,528,667</b>	<b>2,528,317</b>	<b>1,667,027</b>	<b>1,624,754</b>
<b>LIABILITIES AND EQUITY</b>				
<b>Current liabilities:</b>				
Bank loans	65,183	108,542	47,558	70,705
Trade payables	423,824	353,329	44,796	46,535
Other payables and accrued expenses	148,749	125,964	35,123	34,199
Trade payables due to subsidiaries	-	-	70,276	11,228
Other payables due to subsidiaries	-	-	21,260	21,306
Trade payables due to associates	9	-	-	-
Income tax payable	17,062	15,058	1,654	2,034
<b>Total current liabilities</b>	<b>654,827</b>	<b>602,893</b>	<b>220,667</b>	<b>186,007</b>
<b>Non-current liabilities:</b>				
Bank loan	25,439	26,475	25,439	26,475
Deferred tax liabilities	1,113	3,140	-	-
<b>Total non-current liabilities</b>	<b>26,552</b>	<b>29,615</b>	<b>25,439</b>	<b>26,475</b>
<b>Capital and reserves:</b>				
Share capital	703,475	693,333	703,475	693,333
Treasury shares	(2,569)	(2,081)	(2,569)	(2,081)
Share-based awards reserve	5,971	6,375	5,287	5,691
Investments revaluation and hedging reserve	(282)	(135)	(282)	(135)
Translation reserve	(196,006)	(149,897)	-	-
Reserve fund	3,066	2,398	-	-
Capital reserve	-	17	-	-
Accumulated profits	1,331,167	1,343,215	715,010	715,464
<b>Equity attributable to owners of the Company</b>	<b>1,844,822</b>	<b>1,893,225</b>	<b>1,420,921</b>	<b>1,412,272</b>
Non-controlling interests	2,466	2,584	-	-
<b>Total equity</b>	<b>1,847,288</b>	<b>1,895,809</b>	<b>1,420,921</b>	<b>1,412,272</b>
<b>Total liabilities and equity</b>	<b>2,528,667</b>	<b>2,528,317</b>	<b>1,667,027</b>	<b>1,624,754</b>

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

(a) Amount repayable in one year or less, or on demand

Group				Company			
As at 30.09.2016		As at 31.12.2015		As at 30.09.2016		As at 31.12.2015	
Secured	Unsecured	Secured	Unsecured	Secured	Unsecured	Secured	Unsecured
S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
-	65,183	-	108,542	-	47,558	-	70,705

(b) Amount repayable after one year

Group				Company			
As at 30.09.2016		As at 31.12.2015		As at 30.09.2016		As at 31.12.2015	
Secured	Unsecured	Secured	Unsecured	Secured	Unsecured	Secured	Unsecured
S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
25,439	-	26,475	-	25,439	-	26,475	-

(c) Details of any collateral

The secured bank loan is secured by pledged bank deposits.

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

	3 months ended 30.09.2016 S\$'000	3 months ended 30.09.2015 S\$'000	9 months ended 30.09.2016 S\$'000	9 months ended 30.09.2015 S\$'000
<b>Operating activities:</b>				
Profit before tax	56,673	48,039	150,755	128,644
Adjustments for:				
Share of profit of associates	(117)	(132)	(1,724)	(914)
Inventories written off	4,100	285	4,731	2,399
Depreciation expense	6,123	6,500	18,671	19,119
Allowance for doubtful trade receivables	-	41	3,763	141
Bad debt written off	35	-	35	-
Amortisation of intangible assets	4,362	4,898	14,008	15,483
Interest income	(641)	(553)	(2,198)	(1,981)
Dividend income	(57)	(33)	(178)	(93)
Interest expense	195	258	679	728
Share-based payments expense	487	305	859	664
Write off of investment in associate	-	20	-	59
Loss on disposal of plant and equipment, net	25	60	108	358
Translation gain reclassified to profit or loss on loss of significant influence on an associate	-	-	(2,108)	-
<b>Operating profit before working capital changes</b>	<b>71,185</b>	<b>59,688</b>	<b>187,401</b>	<b>164,607</b>
Trade receivables	(5,262)	(3,480)	(4,306)	(751)
Other receivables and prepayments	(10,584)	5,735	(1,065)	10,134
Inventories	(31,447)	16,086	(83,716)	(49,502)
Amount due to associates	6	(1)	9	(6)
Trade payables	10,063	(16,928)	82,991	5,205
Other payables and accrued expenses	32,607	10,402	26,275	15,349
<b>Cash generated from operations</b>	<b>66,568</b>	<b>71,502</b>	<b>207,589</b>	<b>145,036</b>
Interest paid	(195)	(258)	(679)	(728)
Income tax paid	(12,131)	(8,158)	(23,526)	(19,439)
<b>Net cash from operating activities</b>	<b>54,242</b>	<b>63,086</b>	<b>183,384</b>	<b>124,869</b>
<b>Investing activities:</b>				
Interest received	403	1,254	1,486	2,234
Dividend received from associates	523	523	733	703
Dividend received from other equity investments	57	33	142	93
Purchase of property, plant and equipment (Note 3)	(7,684)	(3,058)	(26,310)	(11,434)
Proceeds on disposal of plant and equipment	32	22	71	63
Addition of intangible assets	-	(9)	-	(297)
Proceeds on disposal of an available-for-sale investments	-	67	-	67
<b>Net cash used in investing activities</b>	<b>(6,669)</b>	<b>(1,168)</b>	<b>(23,878)</b>	<b>(8,571)</b>
<b>Financing activities:</b>				
Dividend paid	-	-	(138,403)	(138,009)
Refund of unclaimed dividends	-	-	26	-
Repayment of bank loans	(3,219)	(26,230)	(40,070)	(26,948)
Proceeds from new bank loans	303	-	1,077	2,868
Proceeds from issue of shares	6,162	782	9,231	10,281
Purchase of treasury shares	(248)	-	(488)	-
<b>Net cash from (used in) financing activities</b>	<b>2,998</b>	<b>(25,448)</b>	<b>(168,627)</b>	<b>(151,808)</b>
Net increase (decrease) in cash and cash equivalents	50,571	36,470	(9,121)	(35,510)
Cash and cash equivalents at beginning of period	353,104	329,807	433,154	393,256
Effect of foreign exchange rate changes on the balance of cash held in foreign currencies	(524)	12,267	(20,882)	20,798
<b>Cash and cash equivalents at end of period</b>	<b>403,151</b>	<b>378,544</b>	<b>403,151</b>	<b>378,544</b>
<b>Cash and cash equivalents comprise:</b>				
Cash	266,635	323,094	266,635	323,094
Fixed deposits	160,948	55,450	160,948	55,450
	427,583	378,544	427,583	378,544
Less: Pledged bank deposits	(24,432)	-	(24,432)	-
<b>Cash and cash equivalents on the consolidated cash flow statement</b>	<b>403,151</b>	<b>378,544</b>	<b>403,151</b>	<b>378,544</b>

**Note 3**

In Q2 2016, the Group completed the acquisition of leasehold property of which S\$5.7 million of the total consideration of S\$13.0 million was paid in 1H 2016.

1.(d)(i) Statement of changes in equity for the period ended September 30, 2015

	Share capital S\$'000	Treasury shares S\$'000	Share-based awards reserve S\$'000	Investments revaluation & Hedging reserve S\$'000	Translation reserve S\$'000	Reserve fund S\$'000	Capital reserve S\$'000	Accumulated profits S\$'000	Equity attributable to owners of the Company S\$'000	Non-controlling interests S\$'000	Total equity S\$'000
<b>The Group</b>											
<b>Balance at January 1, 2015 as restated</b>	678,579	(2,081)	42,336	147	(214,973)	1,916	17	1,292,607	1,798,548	2,466	1,801,014
Total comprehensive income for the period											
Profit for the period	-	-	-	-	-	-	-	32,563	32,563	69	32,632
Other comprehensive income for the period	-	-	-	78	39,094	-	-	-	39,172	95	39,267
<b>Total</b>	-	-	-	78	39,094	-	-	32,563	71,735	164	71,899
Transactions with owners, recognised directly in equity											
Issue of shares	7,102	-	(915)	-	-	-	-	-	6,187	-	6,187
Appropriation to reserve fund	-	-	-	-	-	482	-	(482)	-	-	-
Share options lapsed	-	-	(3,710)	-	-	-	-	3,710	-	-	-
Recognition of share-based payments	-	-	240	-	-	-	-	-	240	-	240
<b>Total</b>	7,102	-	(4,385)	-	-	482	-	3,228	6,427	-	6,427
<b>Balance at March 31, 2015</b>	685,681	(2,081)	37,951	225	(175,879)	2,398	17	1,328,398	1,876,710	2,630	1,879,340
Total comprehensive income for the period											
Profit for the period	-	-	-	-	-	-	-	36,063	36,063	22	36,085
Other comprehensive loss for the period	-	-	-	(160)	(18,968)	-	-	-	(19,128)	(55)	(19,183)
<b>Total</b>	-	-	-	(160)	(18,968)	-	-	36,063	16,935	(33)	16,902
Transactions with owners, recognised directly in equity											
Issue of shares	3,734	-	(422)	-	-	-	-	-	3,312	-	3,312
Final tax exempt dividend paid in respect of the previous financial year	-	-	-	-	-	-	-	(138,009)	(138,009)	-	(138,009)
Share options lapsed	-	-	(19)	-	-	-	-	19	-	-	-
Recognition of share-based payments	-	-	119	-	-	-	-	-	119	-	119
Share of an associate's share options reserve	-	-	17	-	-	-	-	-	17	-	17
<b>Total</b>	3,734	-	(305)	-	-	-	-	(137,990)	(134,561)	-	(134,561)
<b>Balance at June 30, 2015</b>	689,415	(2,081)	37,646	65	(194,847)	2,398	17	1,226,471	1,759,084	2,597	1,761,681
Total comprehensive income for the period											
Profit for the period	-	-	-	-	-	-	-	40,547	40,547	18	40,565
Other comprehensive loss for the period	-	-	-	(248)	46,723	-	-	-	46,475	52	46,527
<b>Total</b>	-	-	-	(248)	46,723	-	-	40,547	87,022	70	87,092
Transactions with owners, recognised directly in equity											
Issue of shares	914	-	(132)	-	-	-	-	-	782	-	782
Share options lapsed	-	-	(3,705)	-	-	-	-	3,705	-	-	-
Recognition of share-based payments	-	-	305	-	-	-	-	-	305	-	305
<b>Total</b>	914	-	(3,532)	-	-	-	-	3,705	1,087	-	1,087
<b>Balance at September 30, 2015</b>	690,329	(2,081)	34,114	(183)	(148,124)	2,398	17	1,270,723	1,847,193	2,667	1,849,860

1.(d)(i) Statement of changes in equity for the period ended September 30, 2016

	Share capital S\$'000	Treasury shares S\$'000	Share-based awards reserve S\$'000	Investments revaluation & Hedging reserve S\$'000	Translation reserve S\$'000	Reserve fund S\$'000	Capital reserve S\$'000	Accumulated profits S\$'000	Equity attributable to owners of the Company S\$'000	Non-controlling interests S\$'000	Total equity S\$'000
<b>The Group</b>											
<b>Balance at January 1, 2016</b>	693,333	(2,081)	6,375	(135)	(149,897)	2,398	17	1,343,215	1,893,225	2,584	1,895,809
Total comprehensive income for the period											
Profit for the period	-	-	-	-	-	-	-	35,839	35,839	9	35,848
Other comprehensive loss for the period	-	-	-	(222)	(43,060)	-	-	-	(43,282)	(102)	(43,384)
Total	-	-	-	(222)	(43,060)	-	-	35,839	(7,443)	(93)	(7,536)
Transactions with owners, recognised directly in equity											
Issue of shares	1,209	-	(143)	-	-	-	-	-	1,066	-	1,066
Appropriation to reserve fund	-	-	-	-	-	668	-	(668)	-	-	-
Share options lapsed	-	-	(54)	-	-	-	-	54	-	-	-
Recognition of share-based payments	-	-	121	-	-	-	-	-	121	-	121
Total	1,209	-	(76)	-	-	668	-	(614)	1,187	-	1,187
<b>Balance at March 31, 2016</b>	694,542	(2,081)	6,299	(357)	(192,957)	3,066	17	1,378,440	1,886,969	2,491	1,889,460
Total comprehensive income for the period											
Profit for the period	-	-	-	-	-	-	-	43,391	43,391	16	43,407
Other comprehensive loss for the period	-	-	-	(20)	(11,605)	-	-	-	(11,625)	(58)	(11,683)
Total	-	-	-	(20)	(11,605)	-	-	43,391	31,766	(42)	31,724
Transactions with owners, recognised directly in equity											
Issue of shares	2,255	-	(252)	-	-	-	-	-	2,003	-	2,003
Purchase of treasury shares	-	(240)	-	-	-	-	-	-	(240)	-	(240)
Final tax exempt dividend paid in respect of the previous financial year	-	-	-	-	-	-	-	(138,403)	(138,403)	-	(138,403)
Share options lapsed	-	-	(45)	-	-	-	-	45	-	-	-
Recognition of share-based payments	-	-	251	-	-	-	-	-	251	-	251
Share of associate's reserves	-	-	-	-	-	-	(17)	17	-	-	-
Refund of unclaimed dividends	-	-	-	-	-	-	-	26	26	-	26
Total	2,255	(240)	(46)	-	-	-	(17)	(138,315)	(136,363)	-	(136,363)
<b>Balance at June 30, 2016</b>	696,797	(2,321)	6,253	(377)	(204,562)	3,066	-	1,283,516	1,782,372	2,449	1,784,821
Total comprehensive income for the period											
Profit for the period	-	-	-	-	-	-	-	47,398	47,398	39	47,437
Other comprehensive gain (loss) for the period	-	-	-	95	8,556	-	-	-	8,651	(22)	8,629
Total	-	-	-	95	8,556	-	-	47,398	56,049	17	56,066
Transactions with owners, recognised directly in equity											
Issue of shares	6,678	-	(516)	-	-	-	-	-	6,162	-	6,162
Purchase of treasury shares	-	(248)	-	-	-	-	-	-	(248)	-	(248)
Share options lapsed	-	-	(253)	-	-	-	-	253	-	-	-
Recognition of share-based payments	-	-	487	-	-	-	-	-	487	-	487
Total	6,678	(248)	(282)	-	-	-	-	253	6,401	-	6,401
<b>Balance at September 30, 2016</b>	703,475	(2,569)	5,971	(282)	(196,006)	3,066	-	1,331,167	1,844,822	2,466	1,847,288

1.(d)(i) **Statement of changes in equity for the period ended September 30, 2015**

	Share capital S\$'000	Treasury shares S\$'000	Share- based awards reserve S\$'000	Investments revaluation & Hedging reserve S\$'000	Accumulated profits S\$'000	Total equity S\$'000
<b><u>The Company</u></b>						
<b>Balance at January 1, 2015 as restated</b>	678,579	(2,081)	41,669	147	709,469	1,427,783
Total comprehensive income for the period						
Profit for the period	-	-	-	-	24,140	24,140
Other comprehensive income for the period	-	-	-	78	-	78
Total	-	-	-	78	24,140	24,218
Transactions with owners, recognised directly in equity						
Issue of shares	7,102	-	(915)	-	-	6,187
Share options lapsed	-	-	(3,710)	-	3,710	-
Recognition of share-based payments	-	-	240	-	-	240
Total	7,102	-	(4,385)	-	3,710	6,427
<b>Balance at March 31, 2015</b>	<b>685,681</b>	<b>(2,081)</b>	<b>37,284</b>	<b>225</b>	<b>737,319</b>	<b>1,458,428</b>
Total comprehensive income for the period						
Profit for the period	-	-	-	-	34,666	34,666
Other comprehensive loss for the period	-	-	-	(160)	-	(160)
Total	-	-	-	(160)	34,666	34,506
Transactions with owners, recognised directly in equity						
Issue of shares	3,734	-	(422)	-	-	3,312
Final tax exempt dividend paid in respect of the previous financial year	-	-	-	-	(138,009)	(138,009)
Share options lapsed	-	-	(19)	-	19	-
Recognition of share-based payments	-	-	119	-	-	119
Total	3,734	-	(322)	-	(137,990)	(134,578)
<b>Balance at June 30, 2015</b>	<b>689,415</b>	<b>(2,081)</b>	<b>36,962</b>	<b>65</b>	<b>633,995</b>	<b>1,358,356</b>
Total comprehensive income for the period						
Profit for the period	-	-	-	-	28,708	28,708
Other comprehensive loss for the period	-	-	-	(248)	-	(248)
Total	-	-	-	(248)	28,708	28,460
Transactions with owners, recognised directly in equity						
Issue of shares	914	-	(132)	-	-	782
Share options lapsed	-	-	(3,705)	-	3,705	-
Recognition of share-based payments	-	-	305	-	-	305
Total	914	-	(3,532)	-	3,705	1,087
<b>Balance at September 30, 2015</b>	<b>690,329</b>	<b>(2,081)</b>	<b>33,430</b>	<b>(183)</b>	<b>666,408</b>	<b>1,387,903</b>

1.(d)(i) Statement of changes in equity for the period ended September 30, 2016

	Share capital S\$'000	Treasury shares S\$'000	Share-based awards reserve S\$'000	Investments revaluation & Hedging reserve S\$'000	Accumulated profits S\$'000	Total equity S\$'000
<b>The Company</b>						
<b>Balance at January 1, 2016</b>	693,333	(2,081)	5,691	(135)	715,464	1,412,272
Total comprehensive income for the period						
Profit for the period	-	-	-	-	21,626	21,626
Other comprehensive loss for the period	-	-	-	(222)	-	(222)
Total	-	-	-	(222)	21,626	21,404
Transactions with owners, recognised directly in equity						
Issue of shares	1,209	-	(143)	-	-	1,066
Share options lapsed	-	-	(54)	-	54	-
Recognition of share-based payments	-	-	121	-	-	121
Total	1,209	-	(76)	-	54	1,187
<b>Balance at March 31, 2016</b>	694,542	(2,081)	5,615	(357)	737,144	1,434,863
Total comprehensive income for the period						
Profit for the period	-	-	-	-	75,395	75,395
Other comprehensive loss for the period	-	-	-	(20)	-	(20)
Total	-	-	-	(20)	75,395	75,375
Transactions with owners, recognised directly in equity						
Issue of shares	2,255	-	(252)	-	-	2,003
Purchase of treasury shares	-	(240)	-	-	-	(240)
Final tax exempt dividend paid in respect of the previous financial year	-	-	-	-	(138,403)	(138,403)
Share options lapsed	-	-	(45)	-	45	-
Recognition of share-based payments	-	-	251	-	-	251
Total	2,255	(240)	(46)	-	(138,358)	(136,389)
<b>Balance at June 30, 2016</b>	696,797	(2,321)	5,569	(377)	674,181	1,373,849
Total comprehensive income for the period						
Profit for the period	-	-	-	-	40,576	40,576
Other comprehensive gain for the period	-	-	-	95	-	95
Total	-	-	-	95	40,576	40,671
Transactions with owners, recognised directly in equity						
Issue of shares	6,678	-	(516)	-	-	6,162
Purchase of treasury shares	-	(248)	-	-	-	(248)
Share options lapsed	-	-	(253)	-	253	-
Recognition of share-based payments	-	-	487	-	-	487
Total	6,678	(248)	(282)	-	253	6,401
<b>Balance at September 30, 2016</b>	703,475	(2,569)	5,287	(282)	715,010	1,420,921



1.(d)(ii) **Share capital and treasury shares**

As at September 30, 2016, the total number of ordinary shares in issue was 277,997,577 (September 30, 2015: 276,402,577), of which 335,000 were treasury shares (September 30, 2015: 275,000).

The Company purchased 30,000 ordinary shares during Q3 2016 (Q3 2015: Nil).

Ordinary shares purchased by the Company are held as treasury shares which can, in accordance with the Companies Act, be sold for cash, transferred for the purposes of or pursuant to an employee's share-based scheme; transferred as consideration for the acquisition of shares in or assets of another company or assets of a person; or cancelled.

There were no sales, transfers, disposal, cancellation and/or use of treasury shares during the period.

	<b>No. of ordinary shares in issue</b>	<b>S\$'000</b>
As at January 1, 2016	276,773,577	693,333
Add: No. of share options exercised in Q1 2016	150,000	1,209
As at March 31, 2016	<u>276,923,577</u>	<u>694,542</u>
Add: No. of share options exercised in Q2 2016	277,000	2,255
As at June 30, 2016	<u>277,200,577</u>	<u>696,797</u>
Add: No. of share options exercised in Q3 2016	797,000	6,678
As at September 30, 2016	<u><u>277,997,577</u></u>	<u><u>703,475</u></u>

	<b>No. of treasury shares</b>	<b>S\$'000</b>
As at January 1, 2016 and March 31, 2016	275,000	2,081
Add: No. of treasury shares purchased in Q2 2016	30,000	240
As at June 30, 2016	<u>305,000</u>	<u>2,321</u>
Add: No. of treasury shares purchased in Q3 2016	30,000	248
As at September 30, 2016	<u><u>335,000</u></u>	<u><u>2,569</u></u>

	<b>No. of shares</b>	<b>S\$'000</b>
Issued shares excluding treasury shares as at January 1, 2016	<u>276,498,577</u>	<u>691,252</u>
Issued shares excluding treasury shares as at March 31, 2016	<u>276,648,577</u>	<u>692,461</u>
Issued shares excluding treasury shares as at June 30, 2016	<u>276,895,577</u>	<u>694,476</u>
Issued shares excluding treasury shares as at September 30, 2016	<u><u>277,662,577</u></u>	<u><u>700,906</u></u>

1.(d)(iii) **Share-based awards**

Venture Corporation Executives' Share Option Scheme ("The 2004 Scheme")

Since the end of the previous financial quarter, 797,000 options (Q3 2015: 110,000) were exercised and 209,000 options (Q3 2015: 2,171,000) have lapsed.

As at September 30, 2016, there were 6,895,000 unissued shares of the Company under options in the 2004 Scheme (September 30, 2015: 9,214,000).

Venture Corporation Executives' Share Option Scheme ("The 2015 Scheme")

Since the end of the previous financial quarter, 125,000 options have lapsed (Q3 2015: 20,000).

As at September 30, 2016, there were 4,803,000 unissued shares of the Company under options in the 2015 Scheme. (September 30, 2015: 2,578,000).

Venture Corporation Restricted Share Plan ("RSP")

The RSP has a 5-year vesting period and is subject to the rules of the RSP.

As at September 30, 2016 the number of RSP shares stood at 850,000 (September 30, 2015: 660,000).

	<b>No. of RSP shares awarded</b>	<b>Lapsed shares</b>	<b>No. of RSP shares net of lapsed shares</b>
May 2012 Award	180,000	(60,000)	120,000
May 2013 Award	120,000	(40,000)	80,000
May 2014 Award	120,000	-	120,000
May 2015 Award	270,000	-	270,000
June 2016 Award	280,000	(20,000)	260,000
	<u>970,000</u>	<u>(120,000)</u>	<u>850,000</u>

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

These figures have not been audited or reviewed.

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**

The Group has adopted the same accounting policies and methods of computation in the financial statements for the current reporting period compared with the audited financial statements for the year ended December 31, 2015.

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**

There are no changes in accounting policies and methods of computation.

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

	3 months ended 30.09.2016	3 months ended 30.09.2015	9 months ended 30.09.2016	9 months ended 30.09.2015
(a) Based on the weighted average number of ordinary shares on issue (cents)	17.1	14.7	45.7	39.6
(b) On a fully diluted basis (cents) (detailing any adjustments made to the earnings)	17.0	14.7	45.5	39.5

7. **Net asset value per ordinary share**

	Group		Company	
	30.09.2016	31.12.2015	30.09.2016	31.12.2015
Net asset value per ordinary share based on the total number of issued shares excluding treasury shares at the end of the financial period reported on (cents)	664.4	684.7	511.7	510.8

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.

**PERFORMANCE REVIEW**

For the quarter ended 30 September 2016, the Group registered revenue of S\$705.7 million, an increase of 1.8% year-on-year. Compared to the prior quarter, revenue for the reported quarter rose by 3.3%. For the nine months ended 30 September 2016, revenue improved by 2.9% year-on-year to S\$2,019.6 million.

The Group registered profit before tax (PBT) of S\$56.7 million for the quarter ended 30 September 2016, an increase of 18.0% compared to the corresponding quarter of the prior year. For the nine months ended 30 September 2016, the Group recorded PBT of S\$150.8 million, an increase of 17.2% year-on-year. Based on tax incentives granted to the subsidiaries of the Group, an income tax expense of S\$9.2 million was recorded for the reported quarter. The Group registered net profit (profit attributable to owners of the Company) of S\$47.4 million, an improvement of 16.9% year-on-year. For the nine months ended 30 September 2016, net profit rose 16.0% year-on-year to S\$126.6 million. The net profit margin for the reported quarter was 6.7% (3Q 2015: 5.9%) and 6.3% for the nine months ended 30 September 2016 (9M 2015: 5.6%). The improvement in profitability was largely driven by the Group's ability to create higher value through stronger complementary and collaborative partnerships.

Diluted Earnings Per Share for the quarter ended 30 September 2016 was 17.0 cents (3Q 2015: 14.7 cents). For the nine months ended 30 September 2016, diluted EPS was 45.5 cents (9M 2015: 39.5 cents).

**FINANCIAL POSITION AND CASHFLOW**

During the quarter, the Group generated cash from operations of S\$66.6 million (3Q 2015: S\$71.5 million). Working capital for the reported quarter closed at S\$747.8 million, reduced by S\$25.7 million compared to the quarter ending 31 December 2015, largely due to lower net trade receivables-payables position for the reported quarter. For the nine months ended 30 September 2016, the Group generated cash from operations of S\$207.6 million (9M 2015: S\$145.0 million). This improvement in cash generation was largely due to higher profitability and a lower working capital position. As at the end of the reported quarter, the Group had cash and bank balances of S\$427.6 million and was net cash positive at S\$337.0 million. The net cash position for the reported quarter was higher by S\$115.7 million compared to the corresponding quarter of 2015.

As at 30 September 2016, Equity attributable to owners of the Company was S\$1,844.8 million and Net Asset Value per share was S\$6.64.

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

Not applicable.

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

The industry is undergoing rapid changes and transformation. In the thick of all this, Venture has successfully identified and carved out opportunities through its growing Clusters of Excellence in selected technology domains.

Structurally, Venture will continue to forge new complementary and collaborative alliances and partnerships with industry leaders in its fields of interest. The challenge will be to sustain strong value creation, underpinned by Venture's well regarded engineering capabilities, operational excellence, robust business model and strong leadership.

11. **Dividend**

**(a) Current Financial Period Reported On**

Name of Dividend	Nil
Dividend Type	Nil
Dividend Amount per Share (in cents)	Nil
Tax Rate	Nil

**(b) Corresponding Period of the Immediately Preceding Financial Year**

Name of Dividend	Nil
Dividend Type	Nil
Dividend Amount per Share (in cents)	Nil
Tax Rate	Nil

**(c) Date payable**

Not applicable

**(d) Books closure date**

Not applicable

12. **If no dividend has been declared (recommended), a statement to that effect.**

No dividend for the period ended September 30, 2016 is recommended or declared.

13. **If the Group has obtained a general mandate from shareholders for IPTs, the aggregate value of such transactions as required under Rule 920(1)(a)(ii). If no IPT mandate has been obtained, a statement to that effect.**

The Group has not sought a general mandate from shareholders for Interested Person Transactions.

14. **Please disclose a confirmation that the issuer has procured undertakings from all its directors and executive officers under Rule 720(1).**

The Group has procured undertakings from all its directors and executive officers

**BY ORDER OF THE BOARD**

Angeline Khoo Cheng Nee  
Company Secretary  
November 4, 2016

**VENTURE CORPORATION LIMITED**  
Company Registration Number 198402886H

**CONFIRMATION BY THE BOARD PURSUANT TO RULE 705(5) OF THE LISTING MANUAL**

On behalf of the Board of Directors of the Company, we, the undersigned, hereby confirm to the best of our knowledge that nothing has come to the attention of the Board of Directors of the Company which may render the financial statements for the third quarter ended September 30, 2016 to be false or misleading in any material aspect.

On behalf of the Directors

(signed)  
Wong Ngit Liong  
Director

(signed)  
Goon Kok Loon  
Director

November 4, 2016