



# TECHNICS OIL & GAS LIMITED

(Company Registration Number: 200205249E)

## PART I – UNAUDITED FULL YEAR FINANCIAL STATEMENT ANNOUNCEMENT FOR THE YEAR ENDED 30 SEPTEMBER 2014

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

### CONSOLIDATED STATEMENT PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

	Group Q4 FY2014 S\$'000	Group Q4 FY2013 S\$'000	Increase/ (Decrease) %	Group 12 months ended 30/09/2014 S\$'000	Group 12 months ended 30/09/2013 S\$'000	Increase/ (Decrease) %
<b>Revenue</b>	<b>20,137</b>	<b>7,739</b>	160	<b>69,245</b>	<b>40,756</b>	70
Cost of Sales	(11,624)	(9,644)	21	(43,364)	(30,932)	40
<b>Gross Profit/(Loss)</b>	<b>8,513</b>	<b>(1,905)</b>	nm	<b>25,881</b>	<b>9,824</b>	163
<b><u>Other Items of Income</u></b>						
Interest Income	34	(35)	nm	63	56	13
Other Credits	769	321	140	2,064	2,140	(4)
<b><u>Other Items of Expense</u></b>						
Marketing and Distribution Costs	(245)	(241)	2	(714)	(910)	(22)
Administrative Expenses	(7,039)	(4,903)	44	(21,889)	(19,184)	14
Finance Costs	(865)	(230)	nm	(1,810)	(881)	105
Other Charges	(4,553)	(2,356)	93	(5,207)	(2,566)	103
Share of (Loss)/Profit from Equity-Accounted Associates	(4,216)	774	nm	(4,153)	1,717	nm
<b>Loss Before Income Tax from Continuing Operations</b>	<b>(7,602)</b>	<b>(8,575)</b>	(11)	<b>(5,765)</b>	<b>(9,804)</b>	(41)
Income Tax Income/(Expense)	(308)	(41)	nm	(963)	(245)	nm
<b>Loss Net of Tax</b>	<b>(7,910)</b>	<b>(8,616)</b>	(8)	<b>(6,728)</b>	<b>(10,049)</b>	(33)
<b><u>Other Comprehensive Loss: Items That May Be Reclassified Subsequently to Profit or Loss:</u></b>						
Fair value loss on Cash Flow Hedge	(1,255)	-	nm	(1,255)	-	nm
Exchange Differences on Translating Foreign Operations, Net of Tax	79	(310)	nm	(10)	(384)	(97)
<b>Total Comprehensive Loss</b>	<b>(9,086)</b>	<b>(8,926)</b>	2	<b>(7,993)</b>	<b>(10,433)</b>	nm
Loss Attributable to Owners of the Parent, Net of Tax	(8,372)	(8,600)	(3)	(7,255)	(9,913)	(27)
Profit/(Loss) Attributable to Non-controlling Interests	462	(16)	nm	527	(136)	nm
<b>Loss Net of Tax</b>	<b>(7,910)</b>	<b>(8,616)</b>	(8)	<b>(6,728)</b>	<b>(10,049)</b>	(33)

**CONSOLIDATED STATEMENT PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME (CONT'D)**

	Group Q4 FY2014 S\$'000	Group Q4 FY2013 S\$'000	Increase/ (Decrease) %	Group 12 months ended 30/09/2014 S\$'000	Group 12 months ended 30/09/2013 S\$'000	Increase/ (Decrease) %
Total Comprehensive Loss Attributable to Owners of the Parent, Net of Tax	(9,193)	(8,910)	3	(8,173)	(10,267)	(20)
Total Comprehensive Gain/(Loss) Attributable to Non-controlling Interests	107	(16)	nm	180	(166)	nm
<b>Total Comprehensive Loss</b>	<b>(9,086)</b>	<b>(8,926)</b>	<b>2</b>	<b>(7,993)</b>	<b>(10,433)</b>	<b>(23)</b>

nm: not meaningful

**1(a)(ii) Notes to Consolidated Statement of Comprehensive Income:**

	<b>Group Q4 FY2014 S\$'000</b>	<b>Group Q4 FY2013 S\$'000</b>	<b>Increase/ (Decrease) %</b>	<b>Group 12 months 30/09/2014 S\$'000</b>	<b>Group 12 months 30/09/2013 S\$'000</b>	<b>Increase/ (Decrease) %</b>
(Allowance)/Reversal for impairment of trade receivables	(26)	10	nm	(15)	10	nm
Allowance for impairment on investment in associate	(2,441)	-	100	(2,441)	-	100
Allowance for impairment of other assets	-	(395)	nm	-	(395)	nm
Allowance for impairment on property, plant and equipment	(1,824)	-	100	(1,824)	-	100
Allowance for diminution in value of inventory	(8)	-	100	(8)	-	100
Allowance for diminution in value of inventory-reversal	-	(408)	(100)	30	(162)	118
Amortisation of intangible assets	(520)	-	100	(520)	-	100
Bad debt written off	(5)	(1,290)	(100)	(177)	(1,380)	(87)
Depreciation of property, plant and equipment	(1,882)	(1,222)	54	(5,126)	(5,103)	nm
Gain/(Loss) on disposal of plant and equipment	24	31	(23)	40	(53)	175
Gain on disposal of associate	-	-	nm	121	-	100
Gain on disposal of subsidiary	-	-	nm	3	-	100
Interest income	34	(35)	nm	63	56	13
Interest on borrowings	(865)	(230)	nm	(1,810)	(881)	105
Inventories written off	(1)	(532)	nm	(191)	(553)	(65)
Reimbursement of legal cost arising from litigation settlement	-	-	nm	300	-	nm
Realised foreign exchange gain/(loss)	24	(11)	nm	(196)	18	nm
Unrealised foreign exchange gain/(loss)	713	(52)	nm	669	842	(21)
Share of (loss)/profit of associates	(4,216)	774	nm	(4,153)	1,717	nm

nm: not meaningful

**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**

**STATEMENTS OF FINANCIAL POSITION AS AT 30 SEPTEMBER 2014**

	<b>Group</b>		<b>Company</b>	
	<b>30/09/2014</b>	<b>30/09/2013</b>	<b>30/09/2014</b>	<b>30/09/2013</b>
	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>
<b>ASSETS</b>				
<b>Non-Current Assets</b>				
Property, Plant and Equipment, Total	131,300	43,206	1	1
Investment in Subsidiaries	-	-	22,009	7,659
Investment in Associates	5,228	11,821	300	421
Finance Lease Receivables, Non-Current	2,334	3,210	-	-
Intangible Asset	6,532	-	-	-
<b>Total Non-Current Assets</b>	<b>145,394</b>	<b>58,237</b>	<b>22,310</b>	<b>8,081</b>
<b>Current Assets</b>				
Inventories	4,711	4,151	-	-
Trade and Other Receivables, Current	34,522	30,024	54,747	34,273
Finance Lease Receivables, Current	875	875	-	-
Other Assets	15,967	15,320	34	18
Cash and Cash Equivalents	8,677	25,968	12	10,077
<b>Total Current Assets</b>	<b>64,752</b>	<b>76,338</b>	<b>54,793</b>	<b>44,368</b>
<b>Total Assets</b>	<b>210,146</b>	<b>134,575</b>	<b>77,103</b>	<b>52,449</b>
<b>EQUITY AND LIABILITIES</b>				
<b>Equity attributable to owners of the Parent</b>				
Share Capital	74,365	65,759	74,365	65,759
Warrants Reserve	10,911	-	10,911	-
Other Reserves	(557)	(124)	485	-
Accumulated Losses	(15,257)	(8,002)	(11,051)	(14,640)
<b>Equity, Attributable to Owners of the Parent, Total</b>	<b>69,462</b>	<b>57,633</b>	<b>74,710</b>	<b>51,119</b>
Non-controlling Interests	4,309	(1,695)	-	-
<b>Total Equity</b>	<b>73,771</b>	<b>55,938</b>	<b>74,710</b>	<b>51,119</b>
<b>Non-Current Liabilities</b>				
Other Financial Liabilities	34,481	1,750	-	-
Trade and Other Payables, Non-Current	8,240	-	-	-
Derivative Financial Instruments	1,255	-	-	-
Finance Lease, Non-Current	301	174	-	-
Deferred Tax	3,252	1,329	582	582
<b>Total Non-Current Liabilities</b>	<b>47,529</b>	<b>3,253</b>	<b>582</b>	<b>582</b>
<b>Current Liabilities</b>				
Income Tax Payable	1,392	365	181	68
Trade and Other Payables, Current	24,818	15,132	1,630	680
Other Liabilities	1,511	8,000	-	-
Finance Lease, Current	154	40	-	-
Other Financial Liabilities, Current	60,971	51,847	-	-
<b>Total Current Liabilities</b>	<b>88,846</b>	<b>75,384</b>	<b>1,811</b>	<b>748</b>
<b>Total Liabilities</b>	<b>136,375</b>	<b>78,637</b>	<b>2,393</b>	<b>1,330</b>
<b>Total Equity and Liabilities</b>	<b>210,146</b>	<b>134,575</b>	<b>77,103</b>	<b>52,449</b>

**1(b)(ii) Aggregate amount of Group's borrowings and debt securities**

**Amount repayable in one year or less, or on demand**

As at 30/09/2014		As at 30/09/2013	
S\$'000	S\$'000	S\$'000	S\$'000
Secured	Unsecured	Secured	Unsecured
40,154	20,971	30,040	21,847

**Amount repayable after one year**

As at 30/09/2014		As at 30/09/2013	
S\$'000	S\$'000	S\$'000	S\$'000
Secured	Unsecured	Secured	Unsecured
301	34,481	174	1,750

**Details of any collateral**

The above secured liabilities are secured by way of charge/legal mortgage on the leasehold properties and vessels of the subsidiaries.

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

**CONSOLIDATED STATEMENT OF CASH FLOW FOR THE PERIOD ENDED 30 SEPTEMBER 2014**

	Group Q4 FY2014 S\$'000	Group Q4 FY2013 S\$'000	Group 12 months 30/09/2014 S\$'000	Group 12 months 30/09/2013 S\$'000
<b>Cash Flow From Operating Activities</b>				
Loss Before Tax	(7,602)	(8,575)	(5,765)	(9,804)
Adjustments for:				
Amortisation of Intangible Assets	520	-	520	-
Depreciation of Property, Plant and Equipment	1,882	1,222	5,126	5,103
Gain on Disposal of Subsidiary	-	-	(3)	-
(Gain)/Loss on Disposal of Plant and Equipment	(24)	(31)	(40)	53
Impairment of Investment in Associate	2,441	-	2,441	-
Impairment on Property, Plant and Equipment	1,824	-	1,824	-
Interest Income	(34)	35	(63)	(56)
Interest Expense	865	230	1,810	881
Share Based Payments	-	248	121	248
Share of Loss/(Profit) from Equity-Accounted Associates	4,216	(774)	4,153	(1,717)
Foreign Exchange Adjustment (Gain)/Loss	(713)	52	(669)	(842)
Operating Cash Flows before Changes in Working Capital	3,375	(7,593)	9,455	(6,134)
Inventories	(390)	430	(441)	1,731
Trade and Other Receivables	6,098	(6,553)	6,141	395
Other Assets	3,509	5,165	(471)	3,499
Trade and Other Payables	(6,005)	(751)	5,508	(12,780)
Other Liabilities	(1,886)	4,243	(6,489)	4,319
Net Cash Flows From/(Used In) Operations Before Interest and Tax	4,701	(5,059)	13,703	(8,970)
Income Tax Paid	(259)	(273)	(423)	(3,477)
<b>Net Cash Flows From/(Used In) Operating Activities</b>	<b>4,442</b>	<b>(5,332)</b>	<b>13,280</b>	<b>(12,447)</b>
<b>Cash Flows From Investing Activities</b>				
Purchase of Property, Plant and Equipment	(72,751)	(2,624)	(92,170)	(8,046)
Disposal of Property, Plant and Equipment	24	76	59	76
Acquisition of Subsidiary	135	-	(3,803)	-
Increased in Investment In Subsidiary	23	-	268	-
Decrease/(Increase) of Investment In Associates	-	241	-	(421)
Finance Lease Receivables	219	219	875	875
Interest Received	34	(35)	63	56
<b>Net Cash Flows Used In Investing Activities</b>	<b>(72,316)</b>	<b>(2,123)</b>	<b>(94,708)</b>	<b>(7,460)</b>
<b>Cash Flows From Financing Activities</b>				
Purchase of Treasury Shares	-	-	(2,719)	-
Issue of Warrants	22	-	10,911	-
Issue of Shares	-	-	-	11,235
(Decrease)/Increase in Other Financial Liabilities	(6,590)	2,158	(15,800)	(15,687)
Increase from New Borrowings	39,685	5,000	57,274	20,979
Finance Lease Repayments	(31)	(10)	(62)	(30)
Cash Restricted in Use	5,583	(2,165)	18,373	(2,165)
Dividends Paid to Equity Shareholders	(2,400)	-	(2,400)	-
Net Movement in Amounts Due From Related Parties	28,450	-	18,614	-
Interest Paid	(798)	(230)	(1,743)	(881)
<b>Net Cash Flows From Financing Activities</b>	<b>63,921</b>	<b>4,753</b>	<b>82,448</b>	<b>13,451</b>

**CONSOLIDATED STATEMENT OF CASH FLOW FOR THE PERIOD ENDED 30 SEPTEMBER 2014  
(CONT'D)**

	<b>Group Q4 FY2014 S\$'000</b>	<b>Group Q4 FY2013 S\$'000</b>	<b>Group 12 months 30/09/2014 S\$'000</b>	<b>Group 12 months 30/09/2013 S\$'000</b>
<b>Net (Decrease)/Increase in Cash and Cash Equivalents</b>	(3,953)	(2,702)	1,020	(6,456)
<b>Net Effect of Exchange Rate Changes</b>	51	(380)	69	168
<b>Cash and Cash Equivalents, Statement of Cash Flows, Beginning Balance</b>	6,850	4,941	1,859	8,147
<b>Cash and Cash Equivalents, Statement of Cash Flows, Ending Balance</b>	2,948	1,859	2,948	1,859

**TECHNICS OIL & GAS LIMITED**  
(Company Registration Number: 200205249E)

**1(d)(i) A statement (for the issuer and group) showing either (i) all changes in equity or (ii) 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**

**STATEMENTS OF CHANGES IN EQUITY**

	Total equity S\$'000	Equity attributable to Owners of the Parent S\$'000	Share Capital S\$'000	Hedging Reserves S\$'000	(Accumulated Losses)/ Retained Earnings S\$'000	(Loss)/Gain on reissuance of treasury shares S\$'000	Foreign Currency Translatio n Reserve S\$'000	Warrants reserve S\$'000	Non- Controlling Interest S\$'000
<b>Group - Q4</b>									
Balance at 1 July 2014	66,907	67,112	63,340	-	(6,885)	(11)	(221)	10,889	(205)
<b>Movement in Equity:</b>									
Total comprehensive (loss)/income for the period	(9,086)	(9,193)	-	(917)	(8,372)	-	96	-	107
Incorporation of new subsidiary	23	-	-	-	-	-	-	-	23
Acquisition of subsidiary	6,784	-	-	-	-	-	-	-	6,784
Issue of warrants	22	22	-	-	-	-	-	22	-
Issue of ordinary shares	8,633	8,633	8,633	-	-	-	-	-	-
Transfer of treasury shares	2,888	2,888	2,392	-	-	496	-	-	-
Dividends paid	(2,400)	-	-	-	-	-	-	-	(2,400)
<b>Balance at 30 September 2014</b>	<b>73,771</b>	<b>69,462</b>	<b>74,365</b>	<b>(917)</b>	<b>(15,257)</b>	<b>485</b>	<b>(125)</b>	<b>10,911</b>	<b>4,309</b>
<b>Group - Q4</b>									
Balance at 1 July 2013	64,864	66,543	65,759	-	598	-	186	-	(1,679)
<b>Movement in Equity:</b>									
Total comprehensive loss for the period	(8,926)	(8,910)	-	-	(8,600)	-	(310)	-	(16)
<b>Balance at 30 September 2013</b>	<b>55,938</b>	<b>57,633</b>	<b>65,759</b>	<b>-</b>	<b>(8,002)</b>	<b>-</b>	<b>(124)</b>	<b>-</b>	<b>(1,695)</b>



**STATEMENTS OF CHANGES IN EQUITY (CONT'D)**

	Total equity S\$'000	Equity attributable to Owners of the Parent S\$'000	Share Capital S\$'000	Hedging Reserves S\$'000	(Accumulated Losses)/ Retained Earnings S\$'000	Gain on reissuance of treasury shares S\$'000	Foreign Currency Translation Reserve S\$'000	Warrants reserve S\$'000
<b>Company - Q4</b>								
Balance at 1 July 2014	60,820	-	63,340	-	(13,398)	(11)	-	10,889
<b>Movement in Equity:</b>								
Total comprehensive income for the period	2,347	-	-	-	2,347	-	-	-
Issue of warrants	22	-	-	-	-	-	-	22
Issue of ordinary shares	8,633	-	8,633	-	-	-	-	-
Transfer of treasury shares	2,888	-	2,392	-	-	496	-	-
<b>Balance at 30 Sep 2014</b>	<b>74,710</b>	<b>-</b>	<b>74,365</b>	<b>-</b>	<b>(11,051)</b>	<b>485</b>	<b>-</b>	<b>10,911</b>
<b>Company - Q4</b>								
<u>Balance at 1 July 2013</u>	62,674	-	65,759	-	(3,085)	-	-	-
<b>Movement in Equity:</b>								
Total comprehensive loss for the period	(11,555)	-	-	-	(11,555)	-	-	-
<b>Balance at 30 Sep 2013</b>	<b>51,119</b>	<b>-</b>	<b>65,759</b>	<b>-</b>	<b>(14,640)</b>	<b>-</b>	<b>-</b>	<b>-</b>

**STATEMENTS OF CHANGES IN EQUITY (CONT'D)**

	Total equity S\$'000	Equity attributable to Owners of the Parent S\$'000	Share Capital S\$'000	Hedging Reserves S\$'000	Retained Earnings S\$'000	Gain on reissuance of treasury shares S\$'000	Foreign Currency Translation Reserve S\$'000	Warrants reserve S\$'000	Non- Controlling Interest S\$'000
<b>Group - 12 months</b>									
<u>Balance at 1 October 2013</u>	55,938	57,633	65,759	-	(8,002)	-	(124)	-	(1,695)
<b>Movement in Equity:</b>									
Total comprehensive (loss) / income for the period	(7,993)	(8,173)	-	(917)	(7,255)	-	(1)	-	180
Incorporation of new subsidiary	268	-	-	-	-	-	-	-	268
Acquisition of subsidiary	7,959	-	-	-	-	-	-	-	7,959
Strike-off of subsidiary	(3)	-	-	-	-	-	-	-	(3)
Issue of warrants	10,911	10,911	-	-	-	-	-	10,911	-
Issue of ordinary shares	8,633	8,633	8,633	-	-	-	-	-	-
Transfer of treasury shares	458	458	(27)	-	-	485	-	-	-
Dividends paid	(2,400)	-	-	-	-	-	-	-	(2,400)
<b>Balance at 30 September 2014</b>	<b>73,771</b>	<b>69,462</b>	<b>74,365</b>	<b>(917)</b>	<b>(15,257)</b>	<b>485</b>	<b>(125)</b>	<b>10,911</b>	<b>4,309</b>
<b>Group - 12 months</b>									
<u>Balance at 1 October 2012</u>	55,136	56,665	54,524	-	1,911	-	230	-	(1,529)
<b>Movement in Equity:</b>									
Total comprehensive loss for the period	(10,433)	(10,267)	-	-	(9,913)	-	(354)	-	(166)
Issue of new shares	11,235	11,235	11,235	-	-	-	-	-	-
<b>Balance at 30 September 2013</b>	<b>55,938</b>	<b>57,633</b>	<b>65,759</b>	<b>-</b>	<b>(8,002)</b>	<b>-</b>	<b>(124)</b>	<b>-</b>	<b>(1,695)</b>

**STATEMENTS OF CHANGES IN EQUITY (CONT'D)**

	Total equity S\$'000	Equity attributable to Owners of the Parent S\$'000	Share Capital S\$'000	Hedging Reserves S\$'000	(Accumulated Losses)/ Retained Earnings S\$'000	Gain on reissuance of treasury shares S\$'000	Foreign Currency Translation Reserve S\$'000	Warrants reserve S\$'000
<b>Company - 12 months</b>								
<u>Balance at 1 October 2013</u>	51,119	-	65,759	-	(14,640)	-	-	-
<b>Movement in Equity:</b>								
Total comprehensive income for the period	3,589	-	-	-	3,589	-	-	-
Issue of warrants	10,911	-	-	-	-	-	-	10,911
Issue of ordinary shares	8,633	-	8,633	-	-	-	-	-
Transfer of treasury shares	458	-	(27)	-	-	485	-	-
<b>Balance at 30 September 2014</b>	<b>74,710</b>	<b>-</b>	<b>74,365</b>	<b>-</b>	<b>(11,051)</b>	<b>485</b>	<b>-</b>	<b>10,911</b>
<u>Balance at 1 October 2012</u>	50,633	-	54,524	-	(3,891)	-	-	-
<b>Movement in Equity:</b>								
Total comprehensive income for the period	(10,749)	-	-	-	(10,749)	-	-	-
Issue of new shares	11,235	-	11,235	-	-	-	-	-
<b>Balance at 30 September 2013</b>	<b>51,119</b>	<b>-</b>	<b>65,759</b>	<b>-</b>	<b>(14,640)</b>	<b>-</b>	<b>-</b>	<b>-</b>

- 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 or 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 well as the number of shares held as treasury shares, if any, against the total number of issued shares excluding treasury shares of the issuer, 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**

**Issue share capital**

	<b>Number of shares</b>	<b>Share capital (S\$'000)</b>
As at 1 July 2014	220,968,706	63,340
Transfer of treasury shares	3,500,000	2,392
Issue of ordinary shares	10,464,269	8,633
As at 30 September 2014	<u>234,932,975</u>	<u>74,365</u>

**Treasury shares**

	<b>Group and Company Q4 FY2014</b>	<b>Q4 FY2013</b>
As at 1 July 2014	3,557,000	13,000
Transfer of treasury shares	(3,500,000)	-
As at 30 September 2014	<u>57,000</u>	<u>13,000</u>

As announced on 12 December 2013, the Company has completed the renounceable non-underwritten rights issue of 89,805,082 warrants ("Warrants") at an issue price of S\$0.125 per warrant, on the basis of 2 warrants for every 5 existing shares. Each warrant carries the right to subscribe for one new ordinary share in the capital of the Group at a price of S\$0.25 per share. On 12 December 2013, the Warrants were allotted and issued. The aforesaid Warrants were listed and quoted on the Main Board of the SGX-ST on 16 December 2013. The Warrants may be exercised on the market day immediately preceding the third anniversary of the date of issue of the Warrants (i.e. 9 December 2016).

- 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**

The total number of issued shares excluding treasury shares as at 30 September 2014 was 234,932,975 shares. (30 September 2013: 224,512,706 shares).

- 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 reported on**

The Company has on 19 February 2014 transferred a total of 440,000 treasury shares to its employees pursuant to the Technics Performance Share Plan. On 11 August 2014 the Company transferred a total of 3,500,000 treasury shares as a purchase consideration for the acquisition of MTS & RMS.

**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. 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 unaudited financial statements have been prepared by applying policies and methods of computation consistent with those used in the preparation of the most recently audited financial statements.

**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 were no changes in accounting policies and methods of computation used in the preparation of the financial information in this announcement.

**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**

**Earnings per ordinary share based on (loss)/profit net of tax attributable to owners of the Company:**

	<b>Group Q4 FY2014</b>	<b>Group Q4 FY2013</b>	<b>Group 12 months 30/09/2014</b>	<b>Group 12 months 30/09/2013</b>
(a) Based on weighted average number of ordinary share in issue (in SGD cents)	(3.67)	(3.83)	(3.25)	(4.47)
Weighted average number of ordinary shares excluding treasury shares	227,980,841	224,512,706	223,213,240	221,837,706
(b) On a fully diluted basis (in SGD cents)	(2.90)	(3.83)	(2.56)	(4.47)
Weighted average number of ordinary shares excluding treasury shares	288,230,965	224,512,706	283,493,364	221,837,706

**7. Net asset value (for the issuer and group) per ordinary share based on the total number of issued shares excluding treasury shares of the issuer at the end of the (a) current period reported on and (b) immediately preceding financial year**

	<b>30/09/2014</b>		<b>30/09/2013</b>	
	<b>Group</b>	<b>Company</b>	<b>Group</b>	<b>Company</b>
Net asset value per ordinary share (in SGD cents)	29.57	31.80	25.67	22.77

The Group's net asset backing per share above has been calculated based on equity attributable to owners of the company of S\$69,462,000 and a share capital of 234,932,975 ordinary shares excluding treasury shares of 57,000 ordinary shares (FY2013: S\$57,633,000 based on a share capital of 224,512,706 ordinary shares excluding treasury shares of 13,000 ordinary shares).

The Company's net asset backing per share above has been calculated based on equity attributable to owners of the company of S\$74,710,000 and a share capital of 234,932,975 ordinary shares excluding treasury shares of 57,000 ordinary shares (FY2013: S\$51,119,000 based on a share capital of 224,512,706 ordinary shares excluding treasury shares of 13,000 ordinary shares ).

**8. A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. The review must discuss 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. It must also discuss any material factors that affected the cash flow, working capital, assets or liabilities of the group during the current financial period reported on**

With reference to the announcement made on 31 August 2012 in relation to the proposed spin-off of Norr Offshore Group Limited ("NOG"), the Group has reduced its shareholding interest in NOG from 52.46% to 42.31% and disposed 650,000 ordinary shares in the capital of NOG ("Disposal") to certain employees and directors of the Group. Consequent to the Disposal, the Group's shareholding interest in NOG has further reduced to 40.21% and accordingly NOG is now accounted for as an associate.

**Consolidated Statement of Comprehensive Income Review – Q4 FY2014 ended 30 September 2014**

The Group's revenue increased by S\$12.40 million or 160% year-on-year ("yoy") to S\$20.14 million in the fourth quarter ended 30 September 2014 ("Q4 FY2014") as compared to the corresponding period of the last financial year ("Q4 FY2013") due to an increase in the contributions from the subsidiaries.

Cost of sales increased by S\$1.98 million or 21% to S\$11.62 million in Q4 FY2014 in line with the increase in revenue.

The Group recorded a gross profit of S\$8.51 million as compared to gross loss of S\$1.91 million in Q4 FY2013.

The Group suffered loss after tax of S\$7.91 million before non-controlling interest for Q4 FY2014 mainly due to the allowance for impairment on investment in associate and share of losses from associate, as compared to loss after tax of S\$8.62 million in Q4 FY2013.

*Operating Expenses*

Finance costs increased by S\$0.64 million to S\$0.87 million in Q4 FY2014, mainly due to higher bank loan outstanding.

The Group's administrative expenses increased by S\$2.14 million or 44% yoy in Q4 FY2014 mainly due to increase in employee benefits expenses, newly acquired and setup subsidiaries.

*Other Credits*

The Group recorded other credits of S\$0.78 million in Q4 FY2014, mainly due to unrealised profit in foreign exchange.

*Other Charges*

The Group recorded other charges of S\$4.55 million in Q4 FY2014, mainly due to the allowances for impairment on subsidiary's property, plant and equipment and investment in associate.

*Share of Loss from Equity-Accounted Associates*

Share of loss from associates of S\$4.22 million in Q4 FY2014, mainly due to loss on disposal of vessels and increased in its financing costs.

**Consolidated Statement of Comprehensive Income Review – Twelve Months ended 30 September 2014**

The Group's revenue increased by S\$28.49 million or 70% year-on-year ("yoy") to S\$69.25 million in the twelve months ended 30 September 2014 ("FY2014") compared to the corresponding period of the last financial year ("FY2013") due to an increase in the contributions from the subsidiaries with gross profit margin of 37% as compared to 24% for FY2014 and FY2013 respectively.

Cost of sales increased by S\$12.43 million or 40% to S\$43.36 million in FY2014 in line with the increase in revenue.

Gross profit increased by S\$16.06 million or 163% to S\$25.88 million in FY2014 compared to FY2013.

The Group suffered loss after tax of S\$6.73 million before non-controlling interest for FY2014 mainly due to the allowance for impairment on investment in associate and share of losses from associate, as compared to S\$10.05 million in FY2013.

*Operating Expenses*

Finance costs increased marginally by S\$0.93 million or 105% yoy to S\$1.81 million in FY2014, mainly due to higher bank loan outstanding.

The Group's administrative expenses increased by S\$2.71 million or 14% yoy in FY2014. In general, it was mainly due to the newly acquired and setup subsidiary during the period.

*Other Credits*

The Group recorded other credits of S\$2.06 million in FY2014, mainly due to unrealised profit in foreign exchange and reimbursement of legal cost arising from litigation settlement.

*Other Charges*

The Group recorded other charges of S\$5.21 million in FY2014, mainly due to the allowances for impairment on subsidiary's property, plant and equipment and investment in associate.

*Share of Loss from Equity-Accounted Associates*

Share of loss from associates of S\$4.15 million in FY2014, mainly due to loss on disposal of vessels and increased in its financing costs.

**Statement of Financial Position Review (as at 30 September 2014 compared to 30 September 2013)**

*Cash and Cash Equivalent*

Cash and cash equivalent decreased by S\$17.29 million or 67% to S\$8.68 million as at 30 September 2014 from S\$25.97 million as at 30 September 2013.

*Other Assets*

Other Assets increased by S\$0.65 million or 4% to S\$15.97 million as at 30 September 2014 compared to S\$15.32 million as at 30 September 2013.

*Trade and Other Receivables*

Trade and other receivables increased marginally by S\$4.50 million or 15% to S\$34.52 million as at 30 September 2014 compared to S\$30.02 million as at 30 September 2013 mainly due to increase in amount owing from subsidiaries.

*Property, Plant & Equipment*

Property, plant & equipment increased by S\$88.09 million to S\$131.30 million as at 30 September 2014 from S\$43.21 million as at 30 September 2013 mainly due to the capitalisation of equipment for leasing business and acquisition of two vessels by a new subsidiary.

*Other Financial Liabilities*

The increase in other financial liabilities by S\$41.85 million or 78% to S\$95.45 million as at 30 September 2014 from S\$53.60 million as at 30 September 2013 was mainly due to higher bank loan outstanding.

*Trade and Other Payables*

Trade and other payables increased by S\$17.93 million to S\$33.06 million as at 30 September 2014 from S\$15.13 million as of 30 September 2013 in line with the increase in project costs.



*Gearing Ratio*

The gearing ratio (total debts / net tangible assets) has increased to 1.18 as at 30 September 2014 as compared to 0.50 as at 30 September 2013 mainly from the vessels' loan.

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

Profit warning has been issued on 24 November 2014 for Q4 FY2014 and FY2014 under review.

**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**

Project schedules are typically subject to changes that could be due to various factors, e.g. customers requesting variations to original project specifications, or adjustment to shipment schedules by overseas manufacturers of major equipment, notably premium-branded engines of non-standard specifications.

Our customers, who are mainly, oil and gas majors, leading FPSO operators and end-users, maintain longer term perspectives on their operation requirements that are not affected by the fluctuation of oil prices. Hence, they are continuing with the previously agreed schedules for the delivery of contracts awarded to us.

Pipeline projects within the regional market for which the Group has already submitted proposals, or is continuing to follow up with prospective customers, are proceeding and indicative timelines are remaining on-track.

Nevertheless, given the extent of the global credit crunch that has impacted the world's major economies; the Group remains alert on new challenges that may arise in its external environment.

Pursuant to the announcement made on 31 July 2013 in relation to the business update with regard to the construction of jetty and new building, and in 2012, the Group has embarked on the upgrading of its existing jetty to cater for future usage by offshore vessels which has also received the approval from MPA on 18 July 2014 and is now operational.

In addition, the Group has constructed a new building block at its existing property at 72 Loyang Way Singapore. Subject to the approval of the Jurong Town Corporation and such other government authorities (where required), the Group intends to sublet some of the premises in this new building to potential users who are operating in the marine-related and offshore oil & gas industry. This is intended to add a new revenue stream to the Group and to enable the Group to foster a closer working relationship with the relevant industry operators, with a view to creating new business potential for its core business activities as an offshore oil and gas service provider.

In addition, in the furtherance of the Company's expansion of its range of engineering services in order to offer total engineering solutions to a variety of key customers, the Group also offers these customers the opportunity to lease equipment from the Group.

**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 closure date***

Not applicable.

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

Not applicable.

**13. If the Group has obtained a general mandate from shareholders of 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 obtained a general mandate from shareholders for Interested Person Transactions.

**14. Confirmation by the Board pursuant to Rule 705(5) of the Listing Manual**

Not applicable.

**PART II – ADDITIONAL INFORMATION REQUIRED FOR FULL YEAR ANNOUNCEMENT** (*This part is not applicable to Q1, Q2, Q3 or Half Year Results*)

**15. Segmented revenue and results for business or geographical segments (of the group) in the form presented in the issuer's most recently audited annual financial statements, with comparative information for the immediately preceding year**

Business segments

	EPCC		CE		PS		Consolidated	
	2014	2013	2014	2013	2014	2013	2014	2013
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
<b>Revenue</b>								
External revenue	14,241	4,617	32,139	29,714	22,865	6,425	69,245	40,756
<b>Results</b>								
Recurring EBITDA	1,587	1,142	3,175	(4,183)	3,642	(2,126)	8,404	(5,167)
Depreciation	(1,590)	(697)	(3,536)	(4,406)	-	-	(5,126)	(5,103)
OPBIT	(3)	445	(361)	(8,589)	3,642	(2,126)	3,278	(10,270)
Unallocated interest income							63	56
Unallocated finance costs							(1,810)	(881)
Unallocated other credits							2,064	2,140
Unallocated other charges							(5,207)	(2,566)
Share of profit/(loss) of associates							(4,153)	1,717
(Loss)/profit before tax							(5,765)	(9,804)
Income tax expense							(963)	(245)
(Loss)/profit from operations							(6,728)	(10,049)
Reportable segment assets	5,103	4,905	3,398	9,841	17,147	832	25,648	15,578
Unallocated:								
Property, plant and equipment							131,300	43,206
Investment in associate							5,228	11,821
Cash and cash equivalents							8,677	25,968
Inventories							4,711	4,151
Other assets							15,967	15,320
Finance lease receivables							3,209	4,085
Other unallocated amounts							15,406	14,446
Total group assets							210,146	134,575
Reportable segment liabilities	2,851	1,709	6,994	6,703	2,897	996	12,742	9,408
Unallocated:								
Deferred and current tax liabilities							4,644	1,694
Borrowings							95,907	53,811
Other liabilities							1,511	7,432
Other unallocated amounts							21,571	6,292
Total group liabilities							136,375	78,637

EPCC : Engineering, procurement, construction and commissioning  
CE : Contract engineering  
PS : Procurement services

**TECHNICS OIL & GAS LIMITED**  
**(Company Registration Number: 200205249E)**

Geographical segments

	<u>2014</u>		<u>2013</u>	
	Revenue	Non-current assets	Revenue	Non-current assets
	\$'000	\$'000	\$'000	\$'000
Singapore	28,549	52,115	14,159	41,758
Asean Ex Singapore	19,049	20,326	15,946	10,302
Others	21,647	72,953	10,651	6,177
	<u>69,245</u>	<u>145,394</u>	<u>40,756</u>	<u>58,237</u>

**16. In the review of performance, the factors leading to any material changes in contributions to turnover and earnings by the business or geographical segments**

Please refer to PART I Item 8.

**17. A breakdown of sales**

	<b>FY2014 S\$'000 Group</b>	<b>FY2013 S\$'000 Group</b>	<b>Increased/ (Decreased) % Group</b>
(a) Sales reported for first half year	29,838	19,368	54
(b) Operating profit after income tax before deducting non-controlling interests reported for first half year	93	765	(88)
(c) Sales reported for second half year	39,407	21,388	84
(d) Operating (loss)/profit after income tax before deducting non-controlling interests reported for second half year	(6,821)	(10,814)	(37)

**18. A breakdown of the total annual dividend (in dollar value) for the issuer's latest full year and its previous full year**

	<b>FY2014 \$'000</b>	<b>FY2013 \$'000</b>
Dividends	-	-

**19. Disclosure of person occupying a managerial position in the issuer or any of its principal subsidiaries who is a relative of a director or chief executive officer or substantial shareholder of the issuer pursuant to Rule 704(11) in the format below. If there are no such persons, the issuer must make an appropriate negative statement**

Name	Age	Family relationship with any director and/or substantial shareholder	Current position and duties, and the year the position was held	Details of changes in duties and position held, if any, during the year
Ting Yew Sue	61	-	Executive Chairman w.e.f. 11 April 2003	As part of the succession planning, Mr. Ting Yew Sue will relinquish the overall daily operational responsibility for the Group's business to his successor – Mr. Ting Tiong Ching. Mr. Ting Yew Sue will remain as the Executive Chairman with effect from 28 January 2014 and continue to be actively involved in key strategic initiatives of the Group.
Ting Tiong Ching	38	Son of Ting Yew Sue	Group Managing Director w.e.f. 28 January 2014	See above
Kelvin Ting Tiong Chau	30	Son of Ting Yew Sue	Application Manager w.e.f. 1 July 2011	NA

**BY ORDER OF THE BOARD**

**ROBIN TING YEW SUE  
EXECUTIVE CHAIRMAN  
27 NOVEMBER 2014**